


STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS AND MINING				FORM 3 AMENDED REPORT <input type="checkbox"/>		
APPLICATION FOR PERMIT TO DRILL				1. WELL NAME and NUMBER Killian 34-12		
2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>				3. FIELD OR WILDCAT WILDCAT		
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO				5. UNIT or COMMUNITIZATION AGREEMENT NAME		
6. NAME OF OPERATOR ENERPLUS RESOURCES (USA) CORP				7. OPERATOR PHONE 720 279-5539		
8. ADDRESS OF OPERATOR 1700 Lincoln St., Suite 1300, Denver, CO, 80203				9. OPERATOR E-MAIL djohnson3@enerplus.com		
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) FEE		11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>		12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>		
13. NAME OF SURFACE OWNER (if box 12 = 'fee') Clyde G. Killian, Trustee of the Clyde G. Killian Trust				14. SURFACE OWNER PHONE (if box 12 = 'fee') 435-789-3630		
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') Route 2, Box 2094, ,				16. SURFACE OWNER E-MAIL (if box 12 = 'fee')		
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')		18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>		19. SLANT VERTICAL <input checked="" type="checkbox"/> DIRECTIONAL <input type="checkbox"/> HORIZONTAL <input type="checkbox"/>		
20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN
LOCATION AT SURFACE	2279 FSL 711 FWL	NWSW	34	2.0 S	2.0 W	U
Top of Uppermost Producing Zone	2279 FSL 711 FWL	NWSW	34	2.0 S	2.0 W	U
At Total Depth	2279 FSL 711 FWL	NWSW	34	2.0 S	2.0 W	U
21. COUNTY DUCHESE		22. DISTANCE TO NEAREST LEASE LINE (Feet) 711		23. NUMBER OF ACRES IN DRILLING UNIT 640		
		25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 10180		26. PROPOSED DEPTH MD: 11500 TVD: 11500		
27. ELEVATION - GROUND LEVEL 5292		28. BOND NUMBER RLB0010896		29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE Myton Water Plant		
ATTACHMENTS						
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES						
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER			<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN			
<input checked="" type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)			<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER			
<input type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)			<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP			
NAME Charles Wiley		TITLE Senior Engineering Advisor		PHONE 972 618-4760		
SIGNATURE		DATE 07/21/2010		EMAIL cwiley@enerplus.com		
API NUMBER ASSIGNED 43013504070000		APPROVAL  Permit Manager				

Proposed Hole, Casing, and Cement						
String	Hole Size	Casing Size	Top (MD)	Bottom (MD)		
Cond	17.5	13.375	0	100		
Pipe	Grade	Length	Weight			
	Grade H-40 ST&C	100	48.0			

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Proposed Hole, Casing, and Cement						
String	Hole Size	Casing Size	Top (MD)	Bottom (MD)		
Surf	12.25	9.625	0	2500		
Pipe	Grade	Length	Weight			
	Grade J-55 LT&C	2500	36.0			

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Proposed Hole, Casing, and Cement						
String	Hole Size	Casing Size	Top (MD)	Bottom (MD)		
I1	8.75	7	0	9000		
Pipe	Grade	Length	Weight			
	Grade N-80 LT&C	9000	29.0			

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Proposed Hole, Casing, and Cement						
String	Hole Size	Casing Size	Top (MD)	Bottom (MD)		
L1	6.125	5	0	11500		
Pipe	Grade	Length	Weight			
	Grade N-80 Buttruss	2700	18.0			

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ENERPLUS RESOURCES (USA) CORPORATION
KILLIAN 34-12
NW SW SECTION 34-T2S-R2W
DUCHESNE COUNTY, UTAH

THIRTEEN POINT SURFACE PROGRAM

1. EXISTING ROADS:

See attached Topographic Map "A & B".

To reach the Killian 34-12 well site located in NW SW of Section 34-T2S-R2W, Duchesne County, Utah:

From Roosevelt, go south-southwest on U.S. Highway 40 for 5.1 miles. Turn west on State Highway 87 (3000 S) and go 2.4 miles. Turn north on proposed lease road and go 0.4 +/- miles. Turn east and go 0.1 miles to the proposed well location.

U.S. Highway 40 is a concrete paved road maintained by Utah State road crews. State Highway 87 (3000 S) is paved asphalt maintained by Utah State road crews. The remaining 0.5 miles of proposed lease access road will be constructed with existing materials and gravel and maintained by Enerplus Resources (USA) Corporation. The sub-surface of the lease access road will be constructed out of existing native materials that are prevalent to the existing area and range from clays to a sandy-clay shale material. 4" to 6" of granular burrow will be placed on top of this sub-surface base then this will be covered by ¾" minus material.

The roads for access during drilling, completion and production phases will be maintained at the standards required by the State of Utah, or other controlling agencies. This maintenance will consist of some minor grader work for smoothing road surfaces and for snow removal.

2. PLANNED ACCESS ROAD:

Approximately 0.5 miles of access road is proposed. See attached Topographic Map "A & B".

The proposed access road will be an 18' crown road (9' either side of the centerline) with drainage ditches along either side of the proposed road if it is deemed necessary in order to handle any run-off from normal meteorological conditions that are prevalent to this area. The maximum grade will be less than 8%.

There will be no new culverts along this access road. There will be barrow ditches and turnouts as needed along this road.

A gate will be installed where the proposed access road exits north off of State Highway 87 (3000 S). The only other fence line that will be crossed is where the lease access road turns east off the proposed lease road to the proposed well location.

3. LOCATION OF EXISTING WELLS:

Refer to Topographic Map "C". There are no other active wells located within this section. The closest existing well is the Sonat Exploration Corporation 1-2C2 Washburn located in SW SE, Section 2-T3S-R2W (API No. 43-013-30786), about 10,180' to the southeast.

4. LOCATION OF EXISTING AND/OR PROPOSED FACILITIES:

It is anticipated that this well will be a producing oil well.

There will be a tank battery at this location, constructed to State specifications, on the well pad south-southwest of the wellhead. It will consist of 1 - heater-treater, 1- 400 barrel salt water tank and 3 - 400 barrel oil production stock tanks. This tank battery will be surrounded by a dike of sufficient capacity to contain, at minimum, 110% of the largest tank volume within the facility battery. An electric motor driven pumping unit will be located on the west side of the wellhead. The flowline for this well will run underground and be contained within the confines of the well pad. An underground gas sales line will be run along the existing roads and connect to the heater-treater. An electric power line will be run to the pumping unit.

All permanent (on the site for six months or longer) structures, constructed or installed (including pumping units) will be painted Desert Tan. All facilities will be painted within six months of installation.

5. LOCATION AND TYPE OF WATER SUPPLY:

Fresh water will be purchased through JN Trucking Inc., 4086 W 3000 S, Roosevelt, UT 84066 (435-722-9997) for the drilling of this well. The fresh water will come from the Myton Water plant owned by Kenneth Richens and located in Section 34-T3S-R2W, Duchesne County, Utah (435-646-3118).

No water well will be drilled at this site.

6. SOURCE OF CONSTRUCTION MATERIALS:

All construction material for this location will be imported material from an offsite location.

A mineral material application is not required for this location.

7. METHODS FOR HANDLING WASTER DISPOSAL:

A reserve pit (100' x 150' x 15' deep) will be constructed from native soil and clay materials and lined with an impermeable synthetic barrier (12 mils thick, minimum). The reserve pit will receive the processed drill cuttings (wet sand, shale and rock) removed from the wellbore. Any drilling fluids which accumulate in the pit as a result of shale shaker carryover, cleaning of the sand trap, etc., will be promptly reclaimed. All drilling fluids will be fresh water based and will typically contain Total Dissolved Solids of less than 3000 PPM. No potassium chloride, chromates, trash, debris, nor any other substance deemed hazardous, will be placed in this pit.

Enerplus requests that approval be granted to omit a drilling flare pit for this well.

A portable toilet will be provided for human waste.

A trash basket will be provided for garbage (trash) and hauled away to an approved disposal site at the completion of the drilling activities.

Immediately upon first production, all produced water will be confined to a steel storage tank on site. This produced water will be periodically transported via contract trucks to the nearest State approved commercial disposal facility.

8. ANCILLARY FACILITIES:

No ancillary facilities are planned for this location at the present time and none are foreseen for the near future.

9. WELL SITE LAYOUT:

See attached Location Layout Sheet (Figures #1 & #3).

Fencing Requirements:

All pits will be fenced according to the following minimum standards:

- a) A 39 inch net wire shall be used with at least one strand of barbed wire on top of the net.
- b) The net wire shall be no more than two (2) inches above the ground. The barbed wire shall be three (3) inches above the net wire. The total height of the fence shall be at least 42 inches.
- c) Corner posts shall be centered and/or braced in such a manner to keep all wire tight at all times.
- d) Standard steel, wood or pipe posts shall be used between the corner braces. Maximum distance between any two posts shall be no greater than 16 feet.

- e) All wire shall be stretched with a stretching device before it is attached to the corner posts.

The reserve pit fencing will be on three (3) sides during drilling operations and on the fourth side when the rig moves off location. Pits will be fenced and maintained until they are re-claimed.

10. PLANS FOR RESTORATION OF SURFACE:

- a) Producing Location:

Immediately upon well completion, the location and surrounding area will be cleared of all unused tubing, equipment, debris, material, trash and junk not required for production.

The reserve pit and that portion of the location not needed for production facilities/operations will be re-contoured to the approximate natural contours. Weather permitting, the reserve pit will be reclaimed within 120 days from the date of well completion. Before any dirt work takes place, the reserve pit will have all fluids and hydrocarbons removed.

- b) Dry Hole Abandoned Location:

At such time as the well is plugged and abandoned, the operator shall submit a subsequent report of abandonment and the State of Utah will attach the appropriate surface rehabilitation conditions of approval.

11. SURFACE OWNERSHIP:

Clyde G. Killian, Trustee of the Clyde G. Killian Trust
Route 2, Box 2094
Roosevelt, UT 84066
435-789-3630

12. OTHER ADDITIONAL INFORMATION:

- a) Enerplus Resources (USA) Corporation is responsible for informing all persons in the area who are associated with this project that they will be subject to prosecution for knowingly disturbing historic or archaeological sites, or for collecting artifacts. If historic or archaeological materials are uncovered during construction, Enerplus will immediately stop all work that might further disturb such materials and contact the Authorized Officer.
- b) Enerplus will control noxious weeds along the rights-of-way for roads, pipelines, well sites or other applicable facilities. On State administered land it is required that a Pesticide Use Proposal be submitted and given approval prior to the application of herbicides or other possible hazardous chemicals.

- c) Drilling rigs and/or equipment used during drilling operations on this well site will not be stacked or stored on State Lands after the conclusion of drilling operations or at any other time without State authorization. However, if State authorization is obtained, it is only a temporary measure to allow time to make arrangements for permanent storage on commercial facilities.
- d) No Archaeological Cultural Survey is required for this area.

Additional Surface Stipulations:

All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws and regulations, Onshore Oil and Gas Orders, the approved plan of operations and any applicable Notice to Lessees. A copy of these conditions will be furnished to the field representative to ensure compliance.

Hazardous Material Declaration:

Enerplus guarantees that during the drilling and completion of the Killian 34-12 it will not use, produce, store, transport or dispose 10,000 pounds annually of any of the hazardous chemicals contained in the Environmental Protection Agency's consolidated list of chemicals subject to reporting under Title III Superfund Amendments and Reauthorization Act (SARA) of 1986. Enerplus also guarantees that during the drilling and completion of the Killian 34-12 it will not use, produce, store, transport or dispose more than the threshold planning quantity (T.P.Q.) of any extremely hazardous substances as defined in 40 CFR 355.

A complete copy of the approved APD shall be on location during the construction of the locations and drilling activities.

Enerplus or a contractor employed by Enerplus will contact the State office at (801-722-3417) 48 hours prior to construction activities.

The State office will be notified upon site completion prior to moving on a drilling rig.

13. LESSEE'S OR OPERATOR'S REPRESENTATIVE AND CERTIFICATION:

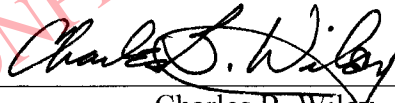
Representative:

Name: Vince Guinn
Address: 869 N. Canyon View Drive
Roosevelt, Utah 84066
Telephone: Office: 435-722-8324; Cell: 435-722-6604
Certification:

Please be advised that Enerplus Resources (USA) Corporation is considered to be the operator of Killian 34-12, NW SW, Section 34-T2S-R2W in Duchesne County, Utah, and is responsible under the terms and conditions of the lease for the operations conducted upon the leased lands. Bond coverage is provided by RLI Surety, 9025 N. Lindbergh Dr., Peoria, IL 61615 (Utah Oil & Gas Mining Bond #RLB0010896).

I hereby certify that the proposed drill site and access route have been inspected, and I am familiar with the conditions which currently exist; that the statements made in this plan are true and correct to the best of my knowledge, and that the work associated with the operations proposed here will be performed by Enerplus and its contractors and sub-contractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of the 18 U.S.C. 1001 for the filing of a false statement.

Date: July 20, 2010



Charles B. Wiley
Senior Engineering Advisor
Enerplus Resources (USA) Corporation

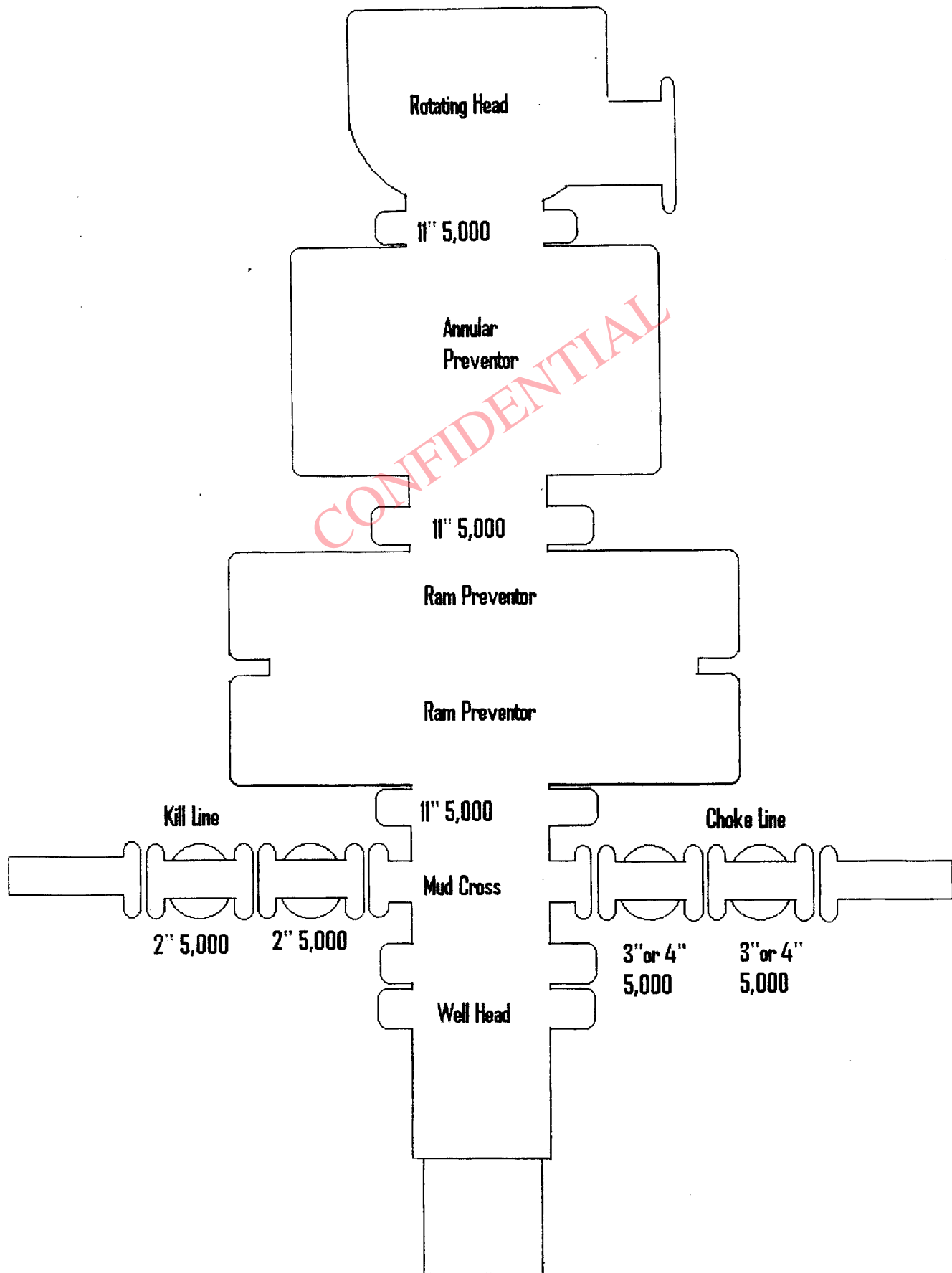
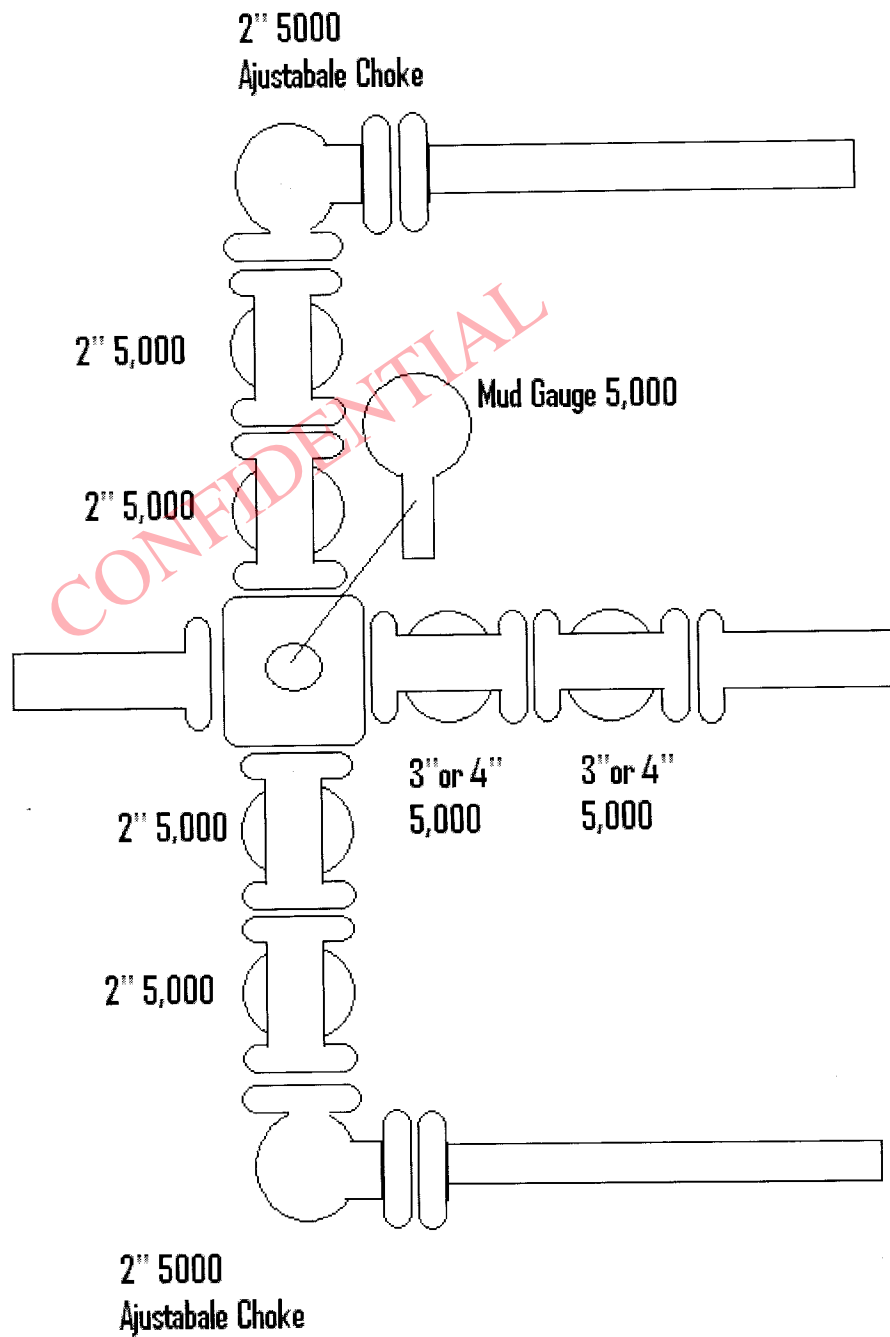


Exhibit A
BOP Equipment



Choke Manifold Diagram

T2S, R2W, U.S.B.&M.

ENERPLUS RESOURCES (USA) CORP.

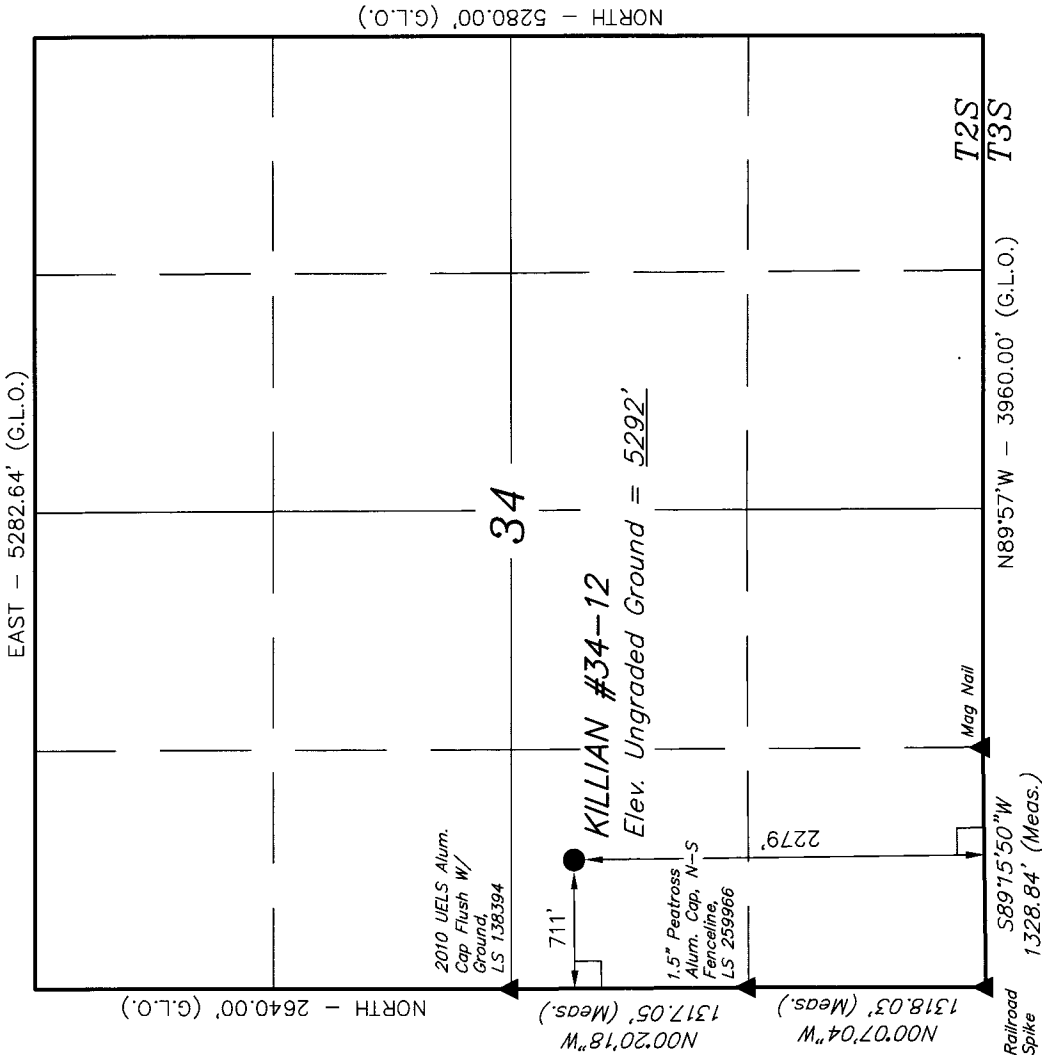
Well location, KILLIAN #34-12, located as shown in the NW 1/4 SW 1/4 of Section 34, T2S, R2W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

SPOT ELEVATION LOCATED IN THE SOUTHEAST CORNER OF SECTION 20, T3S, R2W, U.S.B.&M. TAKEN FROM THE MYTON, QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 5148 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

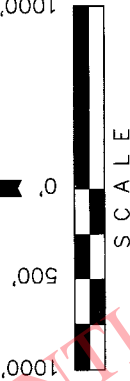


LEGEND:

- = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.

(NAD 83)
LATITUDE = 40°15'52.77" (40.264658)
LONGITUDE = 110°06'10.05" (110.102792)
(NAD 27)
LATITUDE = 40°15'52.92" (40.264700)
LONGITUDE = 110°06'07.51" (110.102086)

NORTH - 5280.00' (G.L.O.)



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PROPERTY WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY CLOSE SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

UNTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 06-30-10	DATE DRAWN: 07-12-10
PARTY J.F. A.F. C.H.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE	
		ENERPLUS RESOURCES (USA) CORP.

AFFIDAVIT

STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

_____ I, James C Karo _____, being first duly sworn, deposes and says:

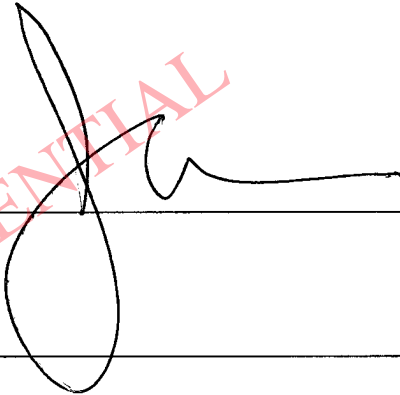
THAT I am an agent of Enerplus Resources (USA) Corporation, acting on the behalf of said entity to negotiate surface use and road access, and any associated consideration and damages relating thereto, in connection with the oil and/or gas well (the Killian 34-12 Well) proposed to be drilled on the following described lands:

Township 2 South, Range 2 West, U.S.M.
 Section 34: NW/4SW/4
 Located approximately 2,279’ FSL and 711’ FWL

County of Uintah and State of Utah, and that I entered into a Surface Use and Road Access Agreement for said well with the surface owners of above-referenced lands and executed same on June 27, 2010.

Further affiant saith not.

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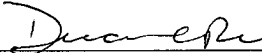
ACKNOWLEDGEMENT

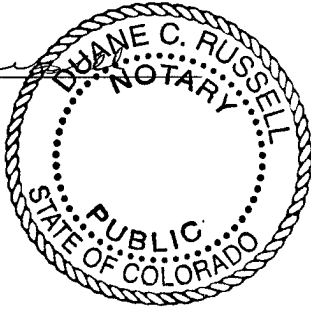
STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

On this _____ day of July, 2010, before me personally appeared James C Karo, as agent for Enerplus Resources (USA) Corporation, to me known to be the person described in and who executed the foregoing instrument of writing, who being by me duly sworn, did say that he/she executed the foregoing instrument as his/her free and voluntary act and deed for the use and purposes herein set forth.

WITNESS my hand and seal this 15TH day of July, 2010.

My commission expires:
1/3/2012
(SEAL)

X 
Notary Public



Enerplus Resources (USA) Corporation

Killian 34-12
NW SW, Section 34-T2S-R2W
Duchesne County, Utah

Drilling Procedure

July 21, 2010

Prepared by:

Charles B. Wiley P.E.
Senior Engineering Advisor

Location

API #TBD

Surface NW SW 2279' FSL, 711' FWL Sec. 34-T2S-R2W
TD: 11,500' MD, 11,500' TVD
Duchesne County, Utah
Elevations: 5292' GL

Permit # TBD

Phone Numbers

Drilling Foreman: Vince Guinn (Office: 435-722-8324; Cell: 435-722-6604)
Engineers: David Saldariaga (Office: 720-279-5538; Cell: 720-347-5333)
Charles Wiley (Office: 972-618-4760, Cell: 214-536-7128)
Wellsite Geologist: Columbine Logging Inc., Tad Jones-President (Office: 303-289-7764; Cell: 720-371-4349)

SAFETY

HES' safety regulations are to be adhered to at all times by all personnel on location—no exceptions. Accident reports are to be filled out in a timely manner according to the Project Manual. Any safety/environmental questions or concerns are to be brought to the Drilling Foreman's or Service Coordinator's attention.

CONDUCTOR/CELLAR

Drill 17.5" hole to +/-100' (or below boulders and into competent formation). Set 13.375"-48#-H40 ST&C (new) conductor and cement to surface with 150 sacks of Class G cement @ 1.20 cf/sk and 15.6 ppg. A "top job" may be necessary with 100 sacks of Class G cement @ 1.17 cf/sk and 15.8 ppg. Construct 6' diameter by 6' deep cellar and cement floor. Drill rodent holes per rig specs.

SURFACE HOLE +/-100' – +/-2500'

Formation Tops (TVD)

Duchesne River Formation Surface to 2500'

Drill 12.25" hole to +/-2500'

Bits: 12.25" insert bit

Mud: Drill with spud mud, no control, use gel sweeps every 250' – 300' to clean hole and 105-175 mesh screens in shale shaker to remove solids. Add viscosity cups at every connection to enhance hole cleaning and to help prevent bit balling. MW: 9.5 ppg max, PV: 9-12, YP: 7-9

Deviation: 1½ deg max, 1 deg/100', surveys every 100' or as conditions dictate. ^

Casing: 9 5/8" 36# J55 LTC (new). Float equip.: guide shoe and float collar. Install centralizers on middle of shoe jt and top of jt #2, #3, #4 and on last jt in conductor. Displace with water. Casing to be set in full tension. Torque to optimum specs.

Cement: Circulate casing and cement as follows:

Lead: 445 sacks Varicem™ @ 2.83 cf/sk and 11.5 ppg with lost circulation additive.

Tail: 175 sacks of Varicem™ @ 1.92 cf/sk and 13.0 ppg with lost circulation additive.

Top Out: 200 sacks of Premium Plus Type III @ 1.35 cf/sk and 14.8 ppg with accelerator.

Test proposed slurries with actual mix water in advance.

WOC 4 hrs, cut off csg and weld on 5M csg head. NU 5M BOPE, hookup and test BOPs and surface csg to 2400 psi. Install wear ring.
WOC a total of 12 hours before drilling shoe.

FROM SURFACE CASING TO +/-6350'

Formation Tops (TVD)

Green River	2,947'
Trona	4,532'
Base Trona	5,202'+/-

Drill float shoe and 5 feet of new formation then conduct FIT test to 9.5 ppg EMW. Drill 8.75" hole out from surface csg with Gypsum water mud and PDC bit. Increase pump rate to ± 500 gpm to unload cuttings in fast hole section.

Bits: 8.75" PDC

Mud: Drill out shoe with Gypsum water mud, use gel sweeps every 250' – 300' to clean hole. Tighten up mud properties before the Trona to MW: 8.5 ppg max, PV: 1-2, YP: 0-1

Deviation: 3 deg max, 1 deg/100', take first survey 60' below surface csg and every 100' thereafter and on all bit trips or as conditions dictate.

FROM 6350' TO 9000'

Formation Tops

Mahogany Bench	6,564'
Tgr3 Marker	7,505'

Continue to drill an 8.75" hole using a PDC bit with Lime water mud.

Bits: 8.75" PDC

Mud: Switch mud to Lime system and use 175 – 210 mesh screens in shale shaker to remove solids. MW: 9.5 ppg max, PV: 18-25, YP: 10-12

Deviation: 4 deg max, 1 deg/100', surveys every 100' and on all bit trips or as conditions dictate.

LOGS

Rig up Schlumberger and run Platform Express from TD to bottom of surface casing (run GR to surface). Log suite shall consist of Gamma Ray, Caliper, Array Induction, Density and Neutron logs. A Sonic log might possibly be run.

SIDEWALL CORES

We may attempt to obtain rotary sidewall cores in the lower Green River section. The locations of these cores will be determined by the geologist after examining the logs.

Note: No drill stem tests are anticipated.

RUN INTERMEDIATE CASING

RU and run 7" new casing as follows: float shoe + 2 joints of casing + float collar + rest of casing to surface.

<u>Casing</u>	<u>MD Interval</u>
7" 29# N-80 LTC	0 – 9,000'

Torque to optimum specsCasing Hardware

Float equip.: guide shoe and float collar. Bow spring centralizers on middle of shoe jt and top of jt #2, #3, #4 and every second jt to last jt in conductor. Casing to be set in full tension.

Cement: Circulate casing and cement as follows:

Lead: 505 sacks Extendacem TM @ 2.64 cf/sk and 11.5 ppg with w/lost circulation additive.

Tail: 165 sacks of Econocem TM @ 1.46 cf/sk and 13.5 ppg.

Test proposed slurries with actual mix water in advance.

Change out pipe rams to fit 3.5" drill pipe. Test BOPs and intermediate csg to 5000 psi. Install wear ring.

WOC a total of 12 hours before drilling shoe.

FROM 9000' TO TD +/-11500'Formation Tops

TGr/W Transition	9,286'
Wasatch	9,714'

Drill float shoe and 5 feet of new formation then conduct FIT to 12.2 ppg EMW. Drill a 6.125" hole with a PDC bit and Lime water mud.

Bits: 6.125" PDC

Mud: Drill with lime mud using 175-210 mesh screens in shale shaker to remove solids.

MW: 12.2 ppg max, PV: 21-29, YP: 12-15

Deviation: 4 deg max, 1 deg/100', surveys every 100' and on all bit trips or as conditions dictate

LOGS

Rig up Schlumberger and run Platform Express from TD to bottom of intermediate casing. Log suite shall consist of Gamma Ray, Caliper, Array Induction, Density and Neutron logs. A Sonic log might possibly be run.

SIDEWALL CORES

We may attempt to obtain rotary sidewall cores in the Wasatch formation. The locations of these cores will be determined by the geologist after examining the logs.

Note: No drill stem tests are anticipated.

RUN PRODUCTION LINER

RU and run 5" 18# N80 Flush Joint (New) casing.

Casing

Weatherford Model C Mechanical Set Liner Hanger with Model TSP compression set liner top packer at 8800' +/-.

2700' of 5" 18# N80 Flush Joint (New) casing from 8800' to TD of 11500'

Orange peeled joint on bottom.

Torque to optimum specs

Set liner hanger depth with approximately +/-200 ft of overlap.

Casing Hardware

Float equip.: guide shoe and float collar. Bow spring centralizers on middle of shoe jt and top of jt #2, #3, #4 and every second jt to last jt in intermediate casing. Casing to be set in full tension. Once pipe is on bottom, circulate hole to remove gas and clean hole.

Cement: Circulate casing and cement as follows:

195 sacks Bondcem TM @ 1.57 cf/sk and 15.6 ppg. Set liner hanger and pull out of hole with drill pipe.

Test proposed slurries with actual mix water in advance.

Install tubing head and 5M valve.

Rig down and release rig.

ENERPLUS RESOURCES (USA) CORPORATION
KILLIAN #34-12
T2S-R2W Sec 34 NW SW
DUCHESNE COUNTY, UTAH
TEN POINT DRILLING PROGRAM

1. GEOLOGIC SURFACE FORMATION:

Oligocene Duchesne River Formation

2. ESTIMATED TOPS OF IMPORTANT GEOLOGIC MARKERS:

Green River	2,947'
Trona	4,532'
Mahogany Bench	6,564'
TGr/W Transition	9,286'
Wasatch	9,714'

3. ESTIMATED DEPTHS OF ANTICIPATED WATER, OIL, GAS OR MINERALS:

Green River Formation	2,947' - 9,286'	Oil and Gas
TGr/W Transition	9,286' - 9,714'	Oil and Gas
Wasatch Formation	9,714' - 11,500'	Oil and Gas

4. PROPOSED CASING PROGRAM:

Conductor Casing:	13.375"-48#-H40 with ST&C collars; Set at 100' +/- (New)
Surface Casing:	9.625"-36#-J55 with LT&C collars; Set at 2,500' (New)
Intermediate Casing:	7.000"-29#-N80 with LT&C collars; Set at 9,000' (New)
Production Liner:	5.000"-18#-N80 Flush Joint; Set from 8,800'+/- to TD of 11,500' (New)

5. MINIMUM SPECIFICATIONS FOR PRESSURE CONTROL:

The operator's minimum specifications for pressure control equipment are as follows:

Annular Preventer - 11", 5,000 psig WP

Ram Preventer - 11", 5,000 psig WP, double gate unit with a hydraulic closing unit. The BOPs will be installed on the 9.625" surface casing before the 8.750" production casing hole is begun. The BOPs and 9.625" surface casing will be tested to 2400 psi before the 9.625" shoe is drilled out. The BOPs will remain in place until the well is drilled to TD and the production liner is cemented in place. The BOP rams will be changed whenever the drill pipe size is changed before the 6.125" production liner hole is begun at 9,000'. The BOPs and the 7.000" intermediate casing will be tested to 5000 psi before the 7.000" shoe is drilled out. The BOPs will be function checked daily and pressure tested every 14 days thereafter.

Refer to Exhibit A for a diagram of BOP equipment that will be used on this well.

6. TYPE AND CHARACTERISTICS OF THE PROPOSED CIRCULATION MUDS:

This well will be drilled to TD with a fresh water/polymer system. If necessary to control formation fluids, the system will be weighted with the addition of bentonite gel and, if conditions warrant, barite. This fresh water system typically will contain Total Dissolved Solids (TDS) of less than 3,000 PPM. Neither potassium chloride nor chromates will be utilized in the fluid system. Mud weights will be closely controlled and weighted as necessary for control formation pressures. Detection devices to be used to monitor the mud system include a pit level indicator with alarm and flow rate, mud pump pressure and mud pump strokes indicators. The maximum anticipated mud weight to 9,000' will be 9.5 ppg and may reach as high as 12.2 ppg at TD.

MUD PROGRAM
Surface – 11,500'

MUD TYPE
Fresh water system

7. AUXILIARY SAFETY EQUIPMENT TO BE USED:

Auxiliary safety equipment will be a Kelly Cock, bit float and a TIW valve with drill pipe threads.

8. TESTING, LOGGING AND CORING PROGRAMS:

There will be two separate logging runs.

The first log run will be from 9,000' to the base of surface casing, prior to setting the intermediate casing, and will consist of Array Induction, Gamma Ray, Caliper, Compensated Neutron-Density logs. (The Gamma Ray log will be run to the surface.)

The second log run will be from TD to the base of the intermediate casing, prior to setting the production liner, and will consist of Array Induction, Gamma Ray, Caliper, Compensated Neutron-Density logs. It is possible that a Sonic log might be included in one or both logging runs. Cement Bond Logs will be run from PBSD to the cement tops for both the production liner and intermediate casing.

No drill stem testing is anticipated.

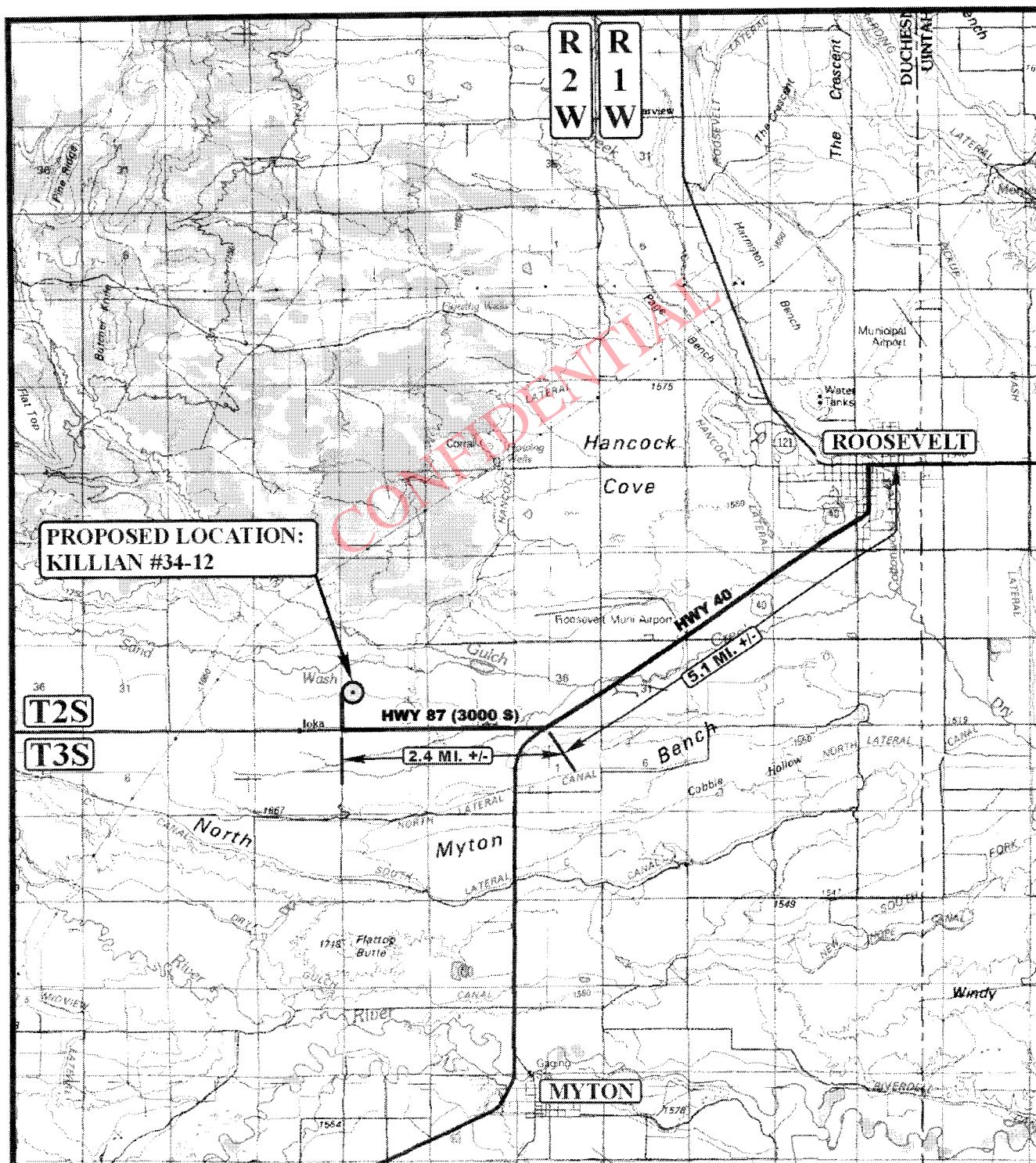
Rotary Sidewall Coring may be conducted within the Green River formation as well as in the Green River Transition and Wasatch formations prior to setting the production casing.

9. ANTICIPATED ABNORMAL PRESSURE OR TEMPERATURE:

The anticipated maximum bottom hole pressure is 7,215 psi. It is not anticipated that abnormal temperatures will be encountered or that any other abnormal hazards, such as H₂S, will be encountered in this area.

10. ANTICIPATED STARTING DATE AND DURATION OF THE OPERATION:

It is anticipated that the drilling operations will commence in November, 2010, and take approximately 30 days from spud to rig release.



LEGEND:

⊙ PROPOSED LOCATION

N

ENERPLUS RESOURCES (USA) CORP.

KILLIAN #34-12

SECTION 34, T2S, R2W, U.S.B.&M.

2279' FSL 711' FWL



Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC
MAP

07 **06** **10**
 MONTH DAY YEAR

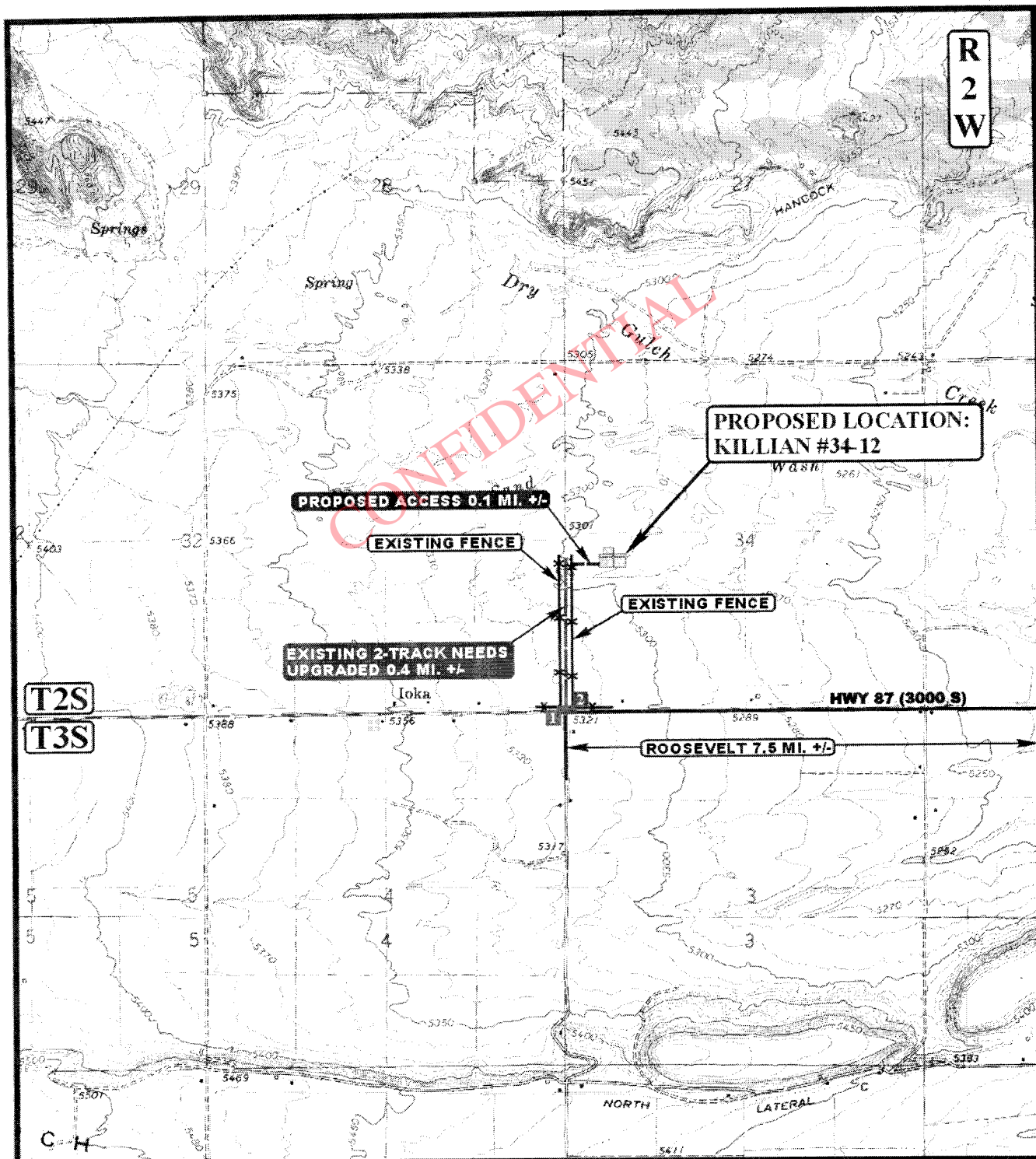
SCALE: 1:100,000

DRAWN BY: J.J.

REVISED: 00-00-00



R
2
W



LEGEND:

- EXISTING ROAD
- - - PROPOSED ACCESS ROAD
- * * * * * EXISTING FENCE
- EXISTING 24" CMP
- EXISTING GATE



ENERPLUS RESOURCES (USA) CORP.

KILLIAN #34-12
SECTION 34, T2S, R2W, U.S.B.&M.
2279' FSL 711' FWL



Utah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC
MAP

07 06 10
MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: J.J. REVISED: 00-00-00

B
TOPO

R
2
W

CONFIDENTIAL

PROPOSED LOCATION:
KILLIAN #34-12

T2S

T3S

LEGEND:

- ◊ DISPOSAL WELLS
- PRODUCING WELLS
- ◐ SHUT IN WELLS
- ◊ WATER WELLS
- ◐ ABANDONED WELLS
- ◐ TEMPORARILY ABANDONED



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TOPOGRAPHIC
MAP

07 06 10
MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: J.J. REVISED: 00-00-00



ENERPLUS RESOURCES (USA) CORPORATION
KILLIAN 34-12
NW SW SECTION 34-T2S-R2W
DUCHESNE COUNTY, UTAH

THIRTEEN POINT SURFACE PROGRAM

1. EXISTING ROADS:

See attached Topographic Map "A & B".

To reach the Killian 34-12 well site located in NW SW of Section 34-T2S-R2W, Duchesne County, Utah:

From Roosevelt, go south-southwest on U.S. Highway 40 for 5.1 miles. Turn west on State Highway 87 (3000 S) and go 2.4 miles. Turn north on proposed lease road and go 0.4 +/- miles. Turn east and go 0.1 miles to the proposed well location.

U.S. Highway 40 is a concrete paved road maintained by Utah State road crews. State Highway 87 (3000 S) is paved asphalt maintained by Utah State road crews. The remaining 0.5 miles of proposed lease access road will be constructed with existing materials and gravel and maintained by Enerplus Resources (USA) Corporation. The sub-surface of the lease access road will be constructed out of existing native materials that are prevalent to the existing area and range from clays to a sandy-clay shale material. 4" to 6" of granular burrow will be placed on top of this sub-surface base then this will be covered by ¾" minus material.

The roads for access during drilling, completion and production phases will be maintained at the standards required by the State of Utah, or other controlling agencies. This maintenance will consist of some minor grader work for smoothing road surfaces and for snow removal.

2. PLANNED ACCESS ROAD:

Approximately 0.5 miles of access road is proposed. See attached Topographic Map "A & B".

The proposed access road will be an 18' crown road (9' either side of the centerline) with drainage ditches along either side of the proposed road if it is deemed necessary in order to handle any run-off from normal meteorological conditions that are prevalent to this area. The maximum grade will be less than 8%.

There will be no new culverts along this access road. There will be barrow ditches and turnouts as needed along this road.

A gate will be installed where the proposed access road exits north off of State Highway 87 (3000 S). The only other fence line that will be crossed is where the lease access road turns east off the proposed lease road to the proposed well location.

3. LOCATION OF EXISTING WELLS:

Refer to Topographic Map "C". There are no other active wells located within this section. The closest existing well is the Sonat Exploration Corporation 1-2C2 Washburn located in SW SE, Section 2-T3S-R2W (API No. 43-013-30786), about 10,180' to the southeast.

4. LOCATION OF EXISTING AND/OR PROPOSED FACILITIES:

It is anticipated that this well will be a producing oil well.

There will be a tank battery at this location, constructed to State specifications, on the well pad south-southwest of the wellhead. It will consist of 1 - heater-treater, 1- 400 barrel salt water tank and 3 - 400 barrel oil production stock tanks. This tank battery will be surrounded by a dike of sufficient capacity to contain, at minimum, 110% of the largest tank volume within the facility battery. An electric motor driven pumping unit will be located on the west side of the wellhead. The flowline for this well will run underground and be contained within the confines of the well pad. An underground gas sales line will be run along the existing roads and connect to the heater-treater. An electric power line will be run to the pumping unit.

All permanent (on the site for six months or longer) structures, constructed or installed (including pumping units) will be painted Desert Tan. All facilities will be painted within six months of installation.

5. LOCATION AND TYPE OF WATER SUPPLY:

Fresh water will be purchased through JN Trucking Inc., 4086 W 3000 S, Roosevelt, UT 84066 (435-722-9997) for the drilling of this well. The fresh water will come from the Myton Water plant owned by Kenneth Richens and located in Section 34-T3S-R2W, Duchesne County, Utah (435-646-3118).

No water well will be drilled at this site.

6. SOURCE OF CONSTRUCTION MATERIALS:

All construction material for this location will be imported material from an offsite location.

A mineral material application is not required for this location.

7. METHODS FOR HANDLING WASTER DISPOSAL:

A reserve pit (100' x 150' x 15' deep) will be constructed from native soil and clay materials and lined with an impermeable synthetic barrier (12 mils thick, minimum). The reserve pit will receive the processed drill cuttings (wet sand, shale and rock) removed from the wellbore. Any drilling fluids which accumulate in the pit as a result of shale shaker carryover, cleaning of the sand trap, etc., will be promptly reclaimed. All drilling fluids will be fresh water based and will typically contain Total Dissolved Solids of less than 3000 PPM. No potassium chloride, chromates, trash, debris, nor any other substance deemed hazardous, will be placed in this pit.

Enerplus requests that approval be granted to omit a drilling flare pit for this well.

A portable toilet will be provided for human waste.

A trash basket will be provided for garbage (trash) and hauled away to an approved disposal site at the completion of the drilling activities.

Immediately upon first production, all produced water will be confined to a steel storage tank on site. This produced water will be periodically transported via contract trucks to the nearest State approved commercial disposal facility.

8. ANCILLARY FACILITIES:

No ancillary facilities are planned for this location at the present time and none are foreseen for the near future.

9. WELL SITE LAYOUT:

See attached Location Layout Sheet (Figures #1 & #3).

Fencing Requirements:

All pits will be fenced according to the following minimum standards:

- a) A 39 inch net wire shall be used with at least one strand of barbed wire on top of the net.
- b) The net wire shall be no more than two (2) inches above the ground. The barbed wire shall be three (3) inches above the net wire. The total height of the fence shall be at least 42 inches.
- c) Corner posts shall be centered and/or braced in such a manner to keep all wire tight at all times.
- d) Standard steel, wood or pipe posts shall be used between the corner braces. Maximum distance between any two posts shall be no greater than 16 feet.

- e) All wire shall be stretched with a stretching device before it is attached to the corner posts.

The reserve pit fencing will be on three (3) sides during drilling operations and on the fourth side when the rig moves off location. Pits will be fenced and maintained until they are re-claimed.

10. PLANS FOR RESTORATION OF SURFACE:

- a) Producing Location:

Immediately upon well completion, the location and surrounding area will be cleared of all unused tubing, equipment, debris, material, trash and junk not required for production.

The reserve pit and that portion of the location not needed for production facilities/operations will be re-contoured to the approximate natural contours. Weather permitting, the reserve pit will be reclaimed within 120 days from the date of well completion. Before any dirt work takes place, the reserve pit will have all fluids and hydrocarbons removed.

- b) Dry Hole Abandoned Location:

At such time as the well is plugged and abandoned, the operator shall submit a subsequent report of abandonment and the State of Utah will attach the appropriate surface rehabilitation conditions of approval.

11. SURFACE OWNERSHIP:

Clyde G. Killian, Trustee of the Clyde G. Killian Trust
Route 2, Box 2094
Roosevelt, UT 84066
435-789-3630

12. OTHER ADDITIONAL INFORMATION:

- a) Enerplus Resources (USA) Corporation is responsible for informing all persons in the area who are associated with this project that they will be subject to prosecution for knowingly disturbing historic or archaeological sites, or for collecting artifacts. If historic or archaeological materials are uncovered during construction, Enerplus will immediately stop all work that might further disturb such materials and contact the Authorized Officer.
- b) Enerplus will control noxious weeds along the rights-of-way for roads, pipelines, well sites or other applicable facilities. On State administered land it is required that a Pesticide Use Proposal be submitted and given approval prior to the application of herbicides or other possible hazardous chemicals.

- c) Drilling rigs and/or equipment used during drilling operations on this well site will not be stacked or stored on State Lands after the conclusion of drilling operations or at any other time without State authorization. However, if State authorization is obtained, it is only a temporary measure to allow time to make arrangements for permanent storage on commercial facilities.
- d) No Archaeological Cultural Survey is required for this area.

Additional Surface Stipulations:

All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws and regulations, Onshore Oil and Gas Orders, the approved plan of operations and any applicable Notice to Lessees. A copy of these conditions will be furnished to the field representative to ensure compliance.

Hazardous Material Declaration:

Enerplus guarantees that during the drilling and completion of the Killian 34-12 it will not use, produce, store, transport or dispose 10,000 pounds annually of any of the hazardous chemicals contained in the Environmental Protection Agency's consolidated list of chemicals subject to reporting under Title III Superfund Amendments and Reauthorization Act (SARA) of 1986. Enerplus also guarantees that during the drilling and completion of the Killian 34-12 it will not use, produce, store, transport or dispose more than the threshold planning quantity (T.P.Q.) of any extremely hazardous substances as defined in 40 CFR 355.

A complete copy of the approved APD shall be on location during the construction of the locations and drilling activities.

Enerplus or a contractor employed by Enerplus will contact the State office at (801-722-3417) 48 hours prior to construction activities.

The State office will be notified upon site completion prior to moving on a drilling rig.

13. LESSEE'S OR OPERATOR'S REPRESENTATIVE AND CERTIFICATION:

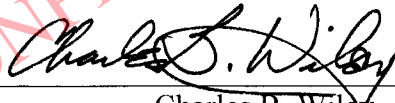
Representative:

Name: Vince Guinn
Address: 869 N. Canyon View Drive
Roosevelt, Utah 84066
Telephone: Office: 435-722-8324; Cell: 435-722-6604
Certification:

Please be advised that Enerplus Resources (USA) Corporation is considered to be the operator of Killian 34-12, NW SW, Section 34-T2S-R2W in Duchesne County, Utah, and is responsible under the terms and conditions of the lease for the operations conducted upon the leased lands. Bond coverage is provided by RLI Surety, 9025 N. Lindbergh Dr., Peoria, IL 61615 (Utah Oil & Gas Mining Bond #RLB0010896).

I hereby certify that the proposed drill site and access route have been inspected, and I am familiar with the conditions which currently exist; that the statements made in this plan are true and correct to the best of my knowledge, and that the work associated with the operations proposed here will be performed by Enerplus and its contractors and sub-contractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of the 18 U.S.C. 1001 for the filing of a false statement.

Date: July 20, 2010



Charles B. Wiley
Senior Engineering Advisor
Enerplus Resources (USA) Corporation

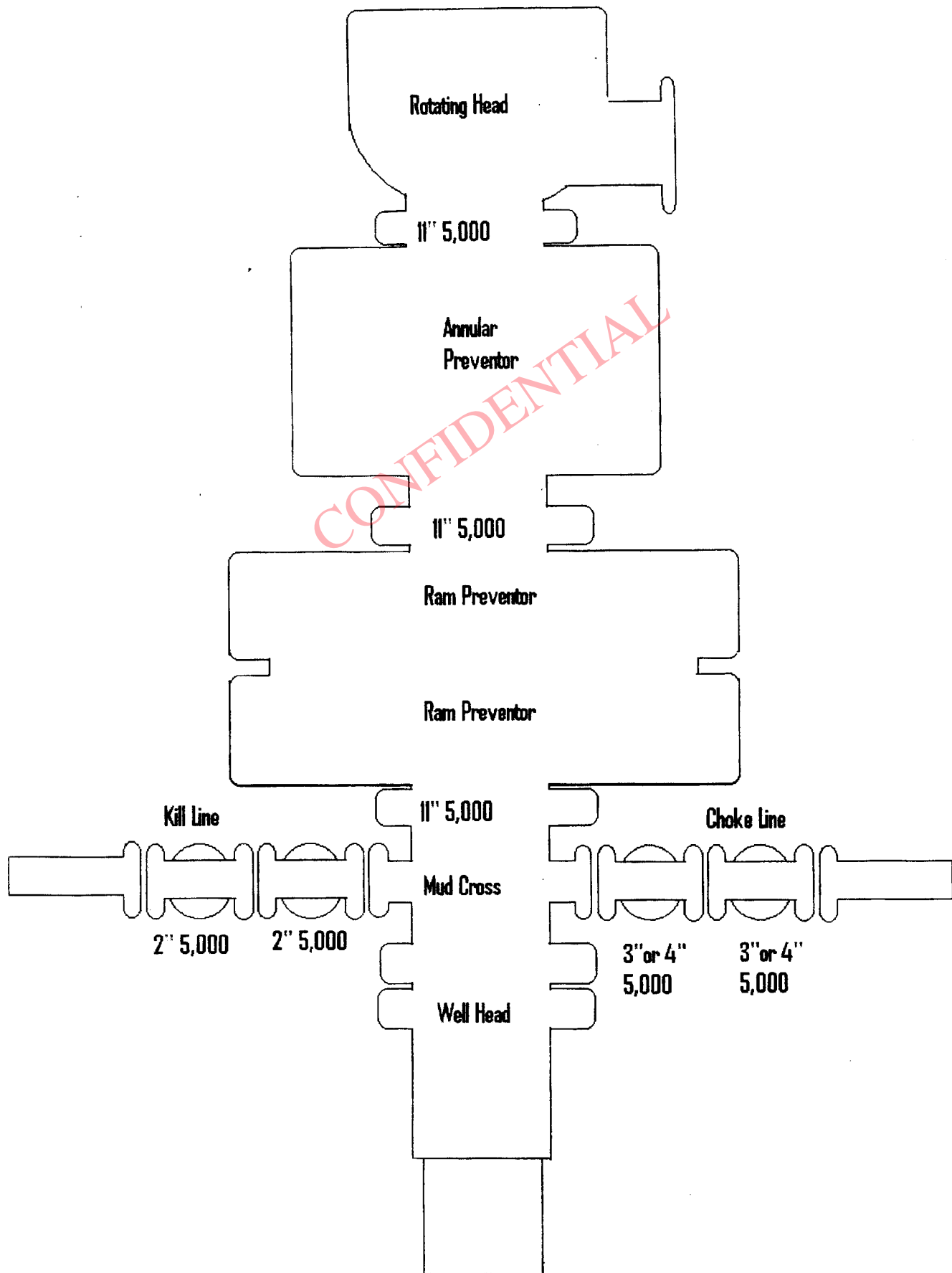
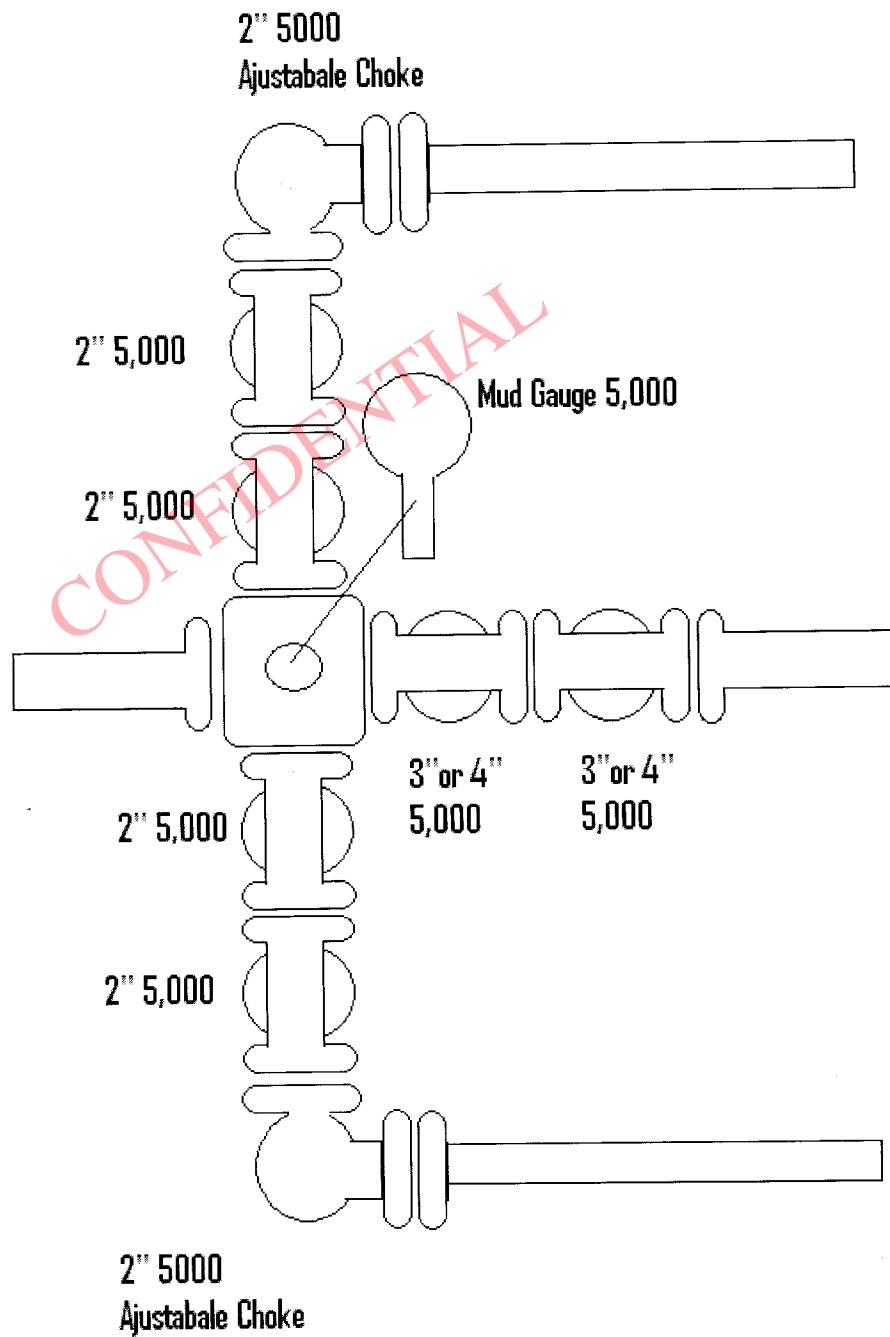


Exhibit A
BOP Equipment



Choke Manifold Diagram

API Number: 4301350407

Well Name: Killian 34-12

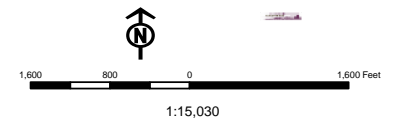
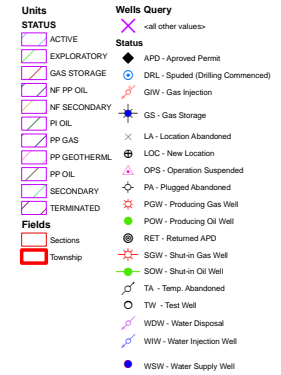
Township 02.0 S Range 02.0 W Section 34

Meridian: UBM

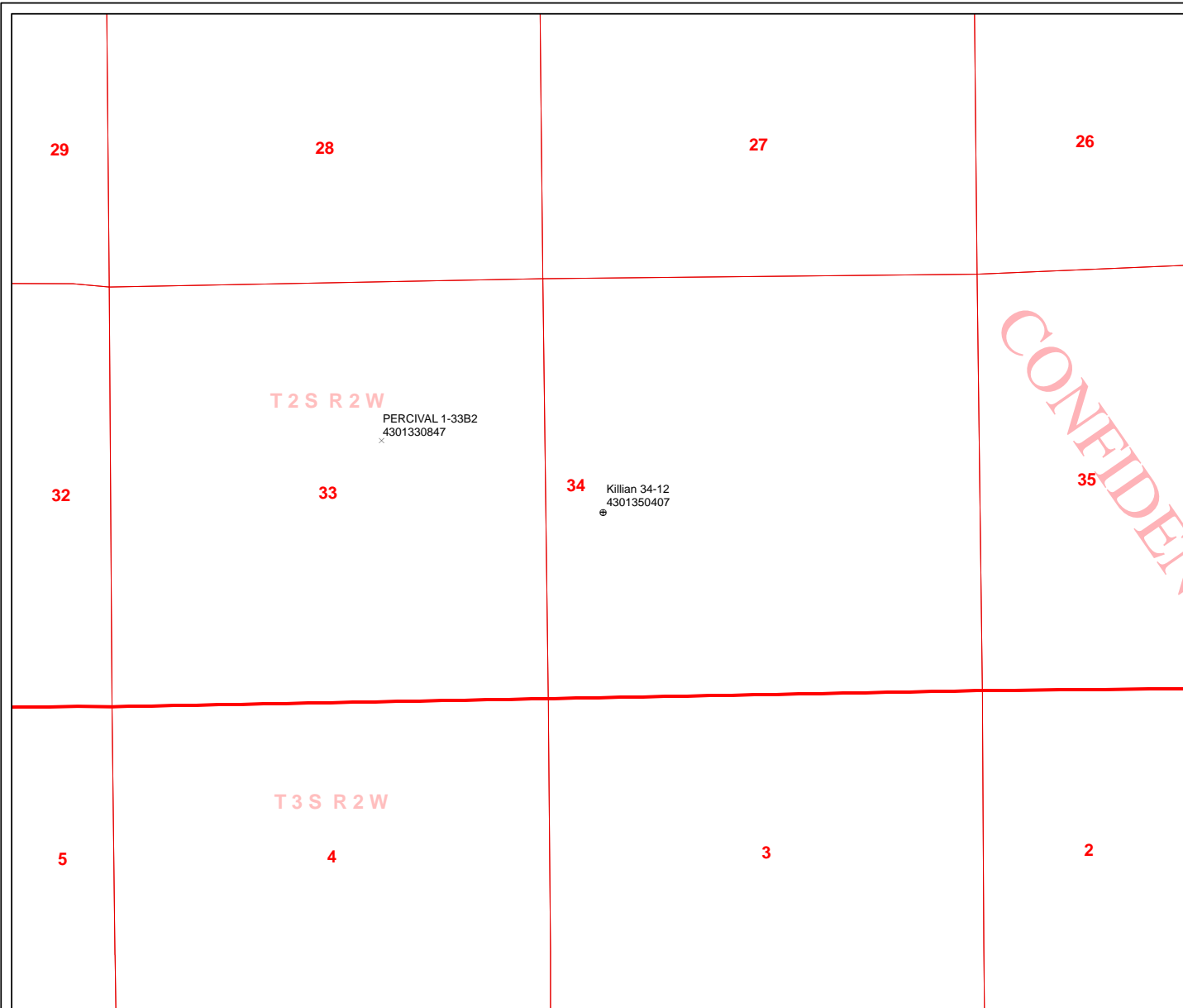
Operator: ENERPLUS RESOURCES (USA) CORP

Map Prepared:

Map Produced by Diana Mason



CONFIDENTIAL



Well Name	ENERPLUS RESOURCES (USA) CORP Killian 34-12 43013504070000			
String	Cond	Surf	I1	L1
Casing Size(in)	13.375	9.625	7.000	5.000
Setting Depth (TVD)	100	2500	9000	11500
Previous Shoe Setting Depth (TVD)	0	100	2500	9000
Max Mud Weight (ppg)	9.5	9.5	9.5	12.2
BOPE Proposed (psi)	0	0	5000	5000
Casing Internal Yield (psi)	1730	3520	8160	10140
Operators Max Anticipated Pressure (psi)	7215			12.1

Calculations	Cond String	13.375	"
Max BHP (psi)	.052*Setting Depth*MW=	49	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	37	NO
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	27	NO OK
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	27	NO
Required Casing/BOPE Test Pressure=		0	psi
*Max Pressure Allowed @ Previous Casing Shoe=		0	psi *Assumes 1psi/ft frac gradient

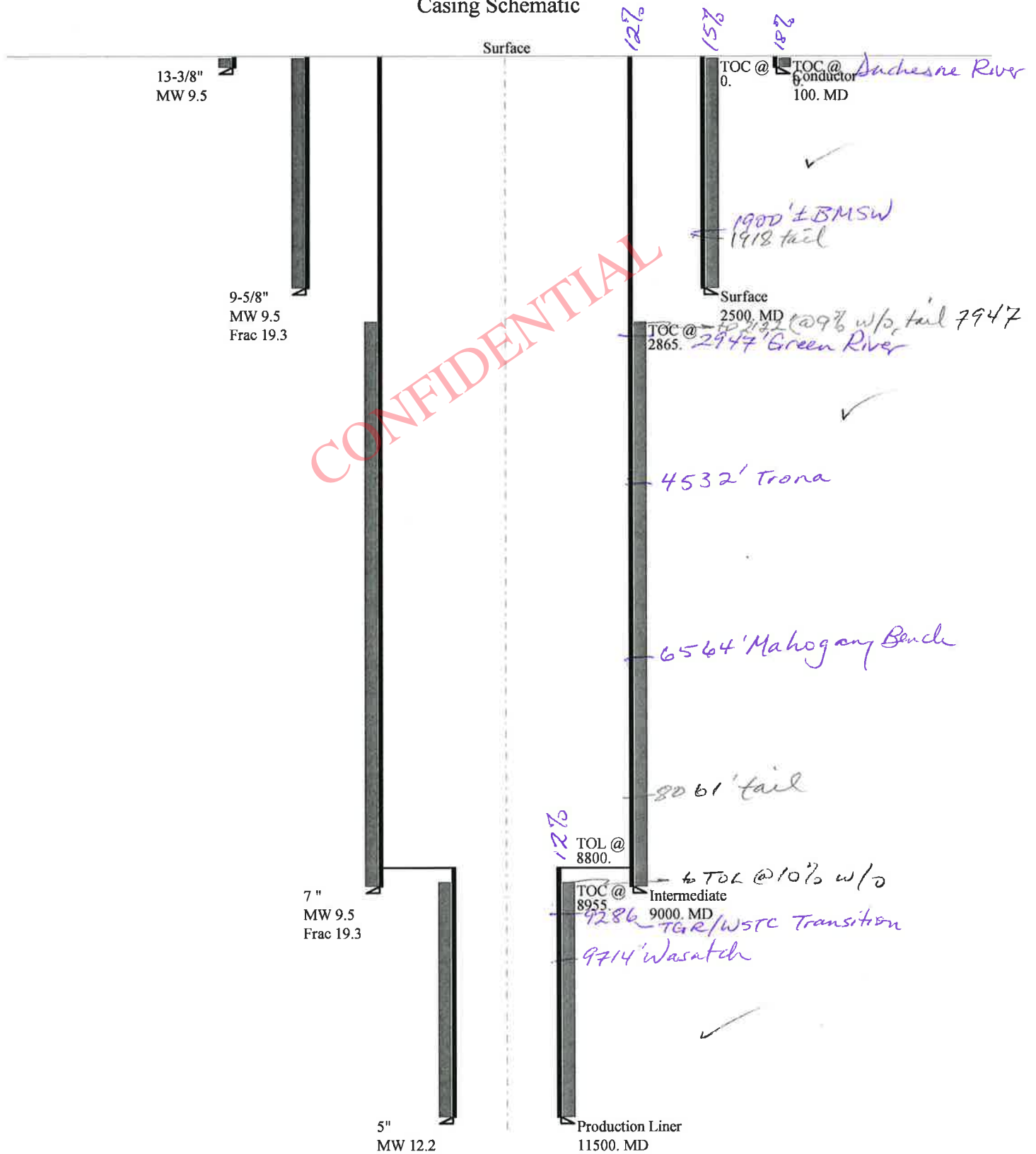
Calculations	Surf String	9.625	"
Max BHP (psi)	.052*Setting Depth*MW=	1235	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	935	NO
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	685	NO OK, no expected pressures
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	707	NO
Required Casing/BOPE Test Pressure=		2464	psi
*Max Pressure Allowed @ Previous Casing Shoe=		100	psi *Assumes 1psi/ft frac gradient

Calculations	I1 String	7.000	"
Max BHP (psi)	.052*Setting Depth*MW=	4446	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	3366	YES
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	2466	YES OK
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	3016	NO Reasonable
Required Casing/BOPE Test Pressure=		5000	psi
*Max Pressure Allowed @ Previous Casing Shoe=		2500	psi *Assumes 1psi/ft frac gradient

Calculations	L1 String	5.000	"
Max BHP (psi)	.052*Setting Depth*MW=	7296	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	5916	NO
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	4766	YES OK
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	6746	YES OK
Required Casing/BOPE Test Pressure=		5000	psi
*Max Pressure Allowed @ Previous Casing Shoe=		8160	psi *Assumes 1psi/ft frac gradient

43013504070000 Killian 34-12

Casing Schematic



Well name:	43013504070000 Killian 34-12	
Operator:	ENERPLUS RESOURCES (USA) CORP	
String type:	Surface	Project ID: 43-013-50407
Location:	DUCHESNE COUNTY	

Design parameters:**Collapse**

Mud weight: 9.500 ppg
Design is based on evacuated pipe.

Minimum design factors:**Collapse:**

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
Surface temperature: 74 °F
Bottom hole temperature: 109 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 100 ft

Cement top: Surface

Burst

Max anticipated surface pressure: 2,200 psi
Internal gradient: 0.120 psi/ft
Calculated BHP 2,500 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
8 Round LTC: 1.70 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)

Tension is based on air weight.
Neutral point: 2,148 ft

Non-directional string.**Re subsequent strings:**

Next setting depth: 9,000 ft
Next mud weight: 9.500 ppg
Next setting BHP: 4,442 psi
Fracture mud wt: 19.250 ppg
Fracture depth: 2,500 ft
Injection pressure: 2,500 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	2500	9.625	36.00	J-55	LT&C	2500	2500	8.796	20443
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	1234	2020	1.637	2500	3520	1.41	90	453	5.03 J

Prepared Helen Sadik-Macdonald
by: Div of Oil, Gas & Mining

Phone: 801-538-5357
FAX: 801-359-3940

Date: August 31, 2010
Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 2500 ft, a mud weight of 9.5 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Well name:	43013504070000 Killian 34-12	
Operator:	ENERPLUS RESOURCES (USA) CORP	
String type:	Intermediate	Project ID: 43-013-50407
Location:	DUCHESNE COUNTY	

Design parameters:**Collapse**

Mud weight: 9.500 ppg
Design is based on evacuated pipe.

Minimum design factors:**Collapse:**

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
Surface temperature: 74 °F
Bottom hole temperature: 200 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 100 ft

Cement top: 2,865 ft

Burst

Max anticipated surface pressure: 5,908 psi
Internal gradient: 0.120 psi/ft
Calculated BHP 6,988 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
8 Round LTC: 1.70 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)

Tension is based on air weight.

Neutral point: 7,706 ft

Non-directional string.**Re subsequent strings:**

Next setting depth: 11,500 ft
Next mud weight: 12.200 ppg
Next setting BHP: 7,288 psi
Fracture mud wt: 19.250 ppg
Fracture depth: 9,000 ft
Injection pressure: 9,000 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	9000	7	29.00	N-80	LT&C	9000	9000	6.059	86961
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	4442	7020	1.581	6988	8160	1.17	261	597	2.29 J

Prepared by: Helen Sadik-Macdonald
Div of Oil, Gas & Mining

Phone: 801 538-5357
FAX: 801-359-3940

Date: August 31, 2010
Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 9000 ft, a mud weight of 9.5 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Well name:	43013504070000 Killian 34-12	
Operator:	ENERPLUS RESOURCES (USA) CORP	
String type:	Production Liner	Project ID: 43-013-50407
Location:	DUCHESNE COUNTY	

Design parameters:**Collapse**

Mud weight: 12.200 ppg
Design is based on evacuated pipe.

Minimum design factors:**Collapse:**

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
Surface temperature: 74 °F
Bottom hole temperature: 235 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 1,000 ft

Cement top: 8,955 ft

Burst

Max anticipated surface pressure: 4,758 psi
Internal gradient: 0.220 psi/ft
Calculated BHP 7,288 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
8 Round LTC: 1.80 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.60 (B)

Liner top: 8,800 ft

Non-directional string.

Tension is based on air weight.
Neutral point: 10,999 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	2700	5	18.00	N-80	FL-4S	11500	11500	4.151	20030

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	7288	10500	1.441	7288	10140	1.39	48.6	331	6.81 J

Prepared by: Helen Sadik-Macdonald
Div of Oil, Gas & Mining

Phone: 801-538-5357
FAX: 801-359-3940

Date: August 31, 2010
Salt Lake City, Utah

Remarks:

For this liner string, the top is rounded to the nearest 100 ft. Collapse is based on a vertical depth of 11500 ft, a mud weight of 12.2 ppg. The Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

ON-SITE PREDRILL EVALUATION**Utah Division of Oil, Gas and Mining**

Operator ENERPLUS RESOURCES (USA) CORP
Well Name Killian 34-12
API Number 43013504070000 **APD No** 2829 **Field/Unit** WILDCAT
Location: 1/4,1/4 NWSW **Sec** 34 **Tw** 2.0S **Rng** 2.0W 2279 FSL 711 FWL
GPS Coord (UTM) 576352 4457316 **Surface Owner** Clyde G. Killian, Trustee of the Clyde G. Killian Trust

Participants

Floyd Bartlett (DOGM), Vince Guinn (Permitting Agent for Enerplus Resources Corp.) and Todd Killian (Son of Clyde Killian-Surface Owner)

Regional/Local Setting & Topography

The general area is Ioka, Duchesne County, Utah. Topography is generally flat with gulches or washes, which are shallow and have intermittent flows, augmented from irrigation water. The general uses of the lands are for agriculture or pasture lands. Periodic homes exist especially along the Ioka Highway. Access from Roosevelt Utah is 5.1 miles southwest along State Highway 40 and 2.4 miles west along Ioka Highway 87. Approximately 0.4 miles of existing two-track road will be up-graded and 0.1 mile of new road constructed to reach the proposed location

The proposed pad for the Killian 34-12 oil well is on a sub and wheel-line irrigated flat dominated by salt-grass. The site has a subtle slope to the west. Only a minor amount of excavation will be needed to construct the pad. Vegetation indicates an elevated water table. Fill or road-base gravel may be needed to harden portions of the surface of the pad. A ditch-like natural drainage to the south parallels the site. Mr. Todd Killian represented his father at the pre-site evaluation. He had no concerns regarding the proposal. A signed surface use agreement exists. The minerals are also fee owned by the Clyde G. Killian Trust and under lease to Enerplus Resources (USA) Corp. The selected site appears to be a suitable location for constructing a pad, drilling and operating an oil well.

Surface Use Plan**Current Surface Use**

Grazing
Agricultural
Wildlife Habitat

New Road Miles	Well Pad	Src Const Material	Surface Formation
0.5	Width 305 Length 380	Onsite	UNTA

Ancillary Facilities N

Waste Management Plan Adequate?**Environmental Parameters**

Affected Floodplains and/or Wetlands N

Flora / Fauna

The area is well vegetated with saltgrass, foxtail. Juncus spp. Russian olive trees and tamarix.

Cattle, deer, small mammals and birds.

Soil Type and Characteristics

Deep sandy gravelly loam.

Erosion Issues N

Sedimentation Issues N

Site Stability Issues N

Drainage Diversion Required? N

Berm Required? N

Erosion Sedimentation Control Required? N

Paleo Survey Run? N **Paleo Potential Observed?** N **Cultural Survey Run?** N **Cultural Resources?**

Reserve Pit

Site-Specific Factors

Site Ranking

Distance to Groundwater (feet)		20
Distance to Surface Water (feet)		20
Dist. Nearest Municipal Well (ft)	>5280	0
Distance to Other Wells (feet)	>1320	0
Native Soil Type	Mod permeability	10
Fluid Type	Fresh Water	5
Drill Cuttings	Normal Rock	0
Annual Precipitation (inches)		0
Affected Populations		
Presence Nearby Utility Conduits	Not Present	0
Final Score		55

1 Sensitivity Level

Characteristics / Requirements

The reserve pit is proposed on the northwest side of the location in an area of cut. Dimensions are 100' x 150' x 15' deep. A 10' bench is planned on the outer sides. A 12-mil. synthetic liner is planned.

Closed Loop Mud Required? N **Liner Required?** Y **Liner Thickness** 12 **Pit Underlayment Required?** Y

Other Observations / Comments

Only 2 pictures taken. Camera batteries ran-down.

Floyd Bartlett
Evaluator

7/29/2010
Date / Time

Application for Permit to Drill

Statement of Basis

9/1/2010

Utah Division of Oil, Gas and Mining

Page 1

APD No	API WellNo	Status	Well Type	Surf Owner	CBM
2829	43013504070000	LOCKED	OW	P	No
Operator	ENERPLUS RESOURCES (USA) CORP		Surface Owner-APD	Clyde G. Killian, Trustee of the Clyde G. Killian Trust	
Well Name	Killian 34-12		Unit		
Field	WILDCAT		Type of Work	DRILL	
Location	NWSW 34 2S 2W U 2279 FSL 711 FWL GPS Coord (UTM) 576357E 4457312N				

Geologic Statement of Basis

Enerplus proposes to set 100 feet of conductor and 2,500 feet of surface casing which will be cemented to surface. The entire hole will be drilled utilizing fresh water mud. The estimated depth to the base of moderately saline ground water is 1,900 feet. A search of Division of Water Rights records indicates that there are approximately 25 water wells within a 10,000 foot radius of the proposed location. Most of these wells produce water from the Duchesne River Formation and are in the range of 33 to 480 feet deep. There are 4 wells within a 1 mile radius with a range in depth of 44 to 200 feet. The proposed casing and cementing program should adequately protect the highly used Duchesne River aquifer. The cement for the intermediate string of casing should be brought up above the base of the moderately saline ground water to isolate it from fresher waters uphole.

Brad Hill
APD Evaluator

8/24/2010
Date / Time

Surface Statement of Basis

The general area is Ioka, Duchesne County, Utah. Topography is generally flat with gulches or washes, which are shallow and have intermittent flows, augmented from irrigation water. The general uses of the lands are for agriculture or pasture lands. Periodic homes exist especially along the Ioka Highway. Access from Roosevelt Utah is 5.1 miles southwest along State Highway 40 and 2.4 miles west along Ioka Highway 87. Approximately 0.4 miles of existing two-track road will be up-graded and 0.1 mile of new road constructed to reach the proposed location

The proposed pad for the Killian 34-12 oil well is on a sub and wheel-line irrigated flat dominated by salt-grass. The site has a subtle slope to the west. Only a minor amount of excavation will be needed to construct the pad. Vegetation indicates an elevated water table. Fill or road-base gravel may be needed to harden portions of the surface of the pad. A ditch-like natural drainage to the south parallels the site. Mr. Todd Killian represented his father at the pre-site evaluation. He had no concerns regarding the proposal. A signed surface use agreement exists. The minerals are also fee owned by the Clyde G. Killian Trust and under lease to Enerplus Resources (USA) Corp. The selected site appears to be a suitable location for constructing a pad, drilling and operating an oil well.

Floyd Bartlett
Onsite Evaluator

7/29/2010
Date / Time

Conditions of Approval / Application for Permit to Drill

Category	Condition
Pits	A synthetic liner with a minimum thickness of 12 mils with a felt subliner shall be properly installed and maintained in the reserve pit.
Surface	The reserve pit shall be fenced upon completion of drilling operations.

WORKSHEET

APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 7/21/2010

API NO. ASSIGNED: 43013504070000

WELL NAME: Killian 34-12

OPERATOR: ENERPLUS RESOURCES (USA) CORP (N3340)

PHONE NUMBER: 972 618-4760

CONTACT: Charles Wiley

PROPOSED LOCATION: NWSW 34 020S 020W

Permit Tech Review: ☒

SURFACE: 2279 FSL 0711 FWL

Engineering Review: ☒

BOTTOM: 2279 FSL 0711 FWL

Geology Review: ☒

COUNTY: DUCHESNE

LATITUDE: 40.26469

LONGITUDE: -110.10203

UTM SURF EASTINGS: 576357.00

NORTHINGS: 4457312.00

FIELD NAME: WILDCAT

LEASE TYPE: 4 - Fee

LEASE NUMBER: FEE

PROPOSED PRODUCING FORMATION(S): WASATCH

SURFACE OWNER: 4 - Fee

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

- ☒ PLAT
- ☒ Bond: STATE/FEE - RLB0010896
- ☐ Potash
- ☐ Oil Shale 190-5
- ☐ Oil Shale 190-3
- ☐ Oil Shale 190-13
- ☒ Water Permit: Myton Water Plant
- ☐ RDCC Review:
- ☒ Fee Surface Agreement
- ☐ Intent to Commingle

Commingle Approved

LOCATION AND SITING:

- ☐ R649-2-3.
- Unit:
- ☐ R649-3-2. General
- ☐ R649-3-3. Exception
- ☒ Drilling Unit
- Board Cause No: Cause 139-42
- Effective Date: 4/12/1985
- Siting: 660' Fr Ext U Bdry & 1320' Fr Other Wells
- ☐ R649-3-11. Directional Drill

Comments: Presite Completed

Stipulations: 5 - Statement of Basis - bhill
12 - Cement Volume (3) - hmacdonald



GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: Killian 34-12
API Well Number: 43013504070000
Lease Number: FEE
Surface Owner: FEE (PRIVATE)
Approval Date: 9/1/2010

Issued to:

ENERPLUS RESOURCES (USA) CORP, 1700 Lincoln St., Suite 1300, Denver, CO 80203

Authority:

Pursuant to Utah Code Ann. §40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of Cause 139-42. The expected producing formation or pool is the WASATCH Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date

General:

Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

Conditions of Approval:

Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis (copy attached).

Cement volume for the 7" intermediate string shall be determined from actual hole diameter in order to place cement from the pipe setting depth back to 2300' MD as indicated in the submitted drilling plan.

Additional Approvals:

The operator is required to obtain approval from the Division of Oil, Gas and mining before performing any of the following actions during the drilling of this well:

- Any changes to the approved drilling plan – contact Dustin Doucet
- Significant plug back of the well – contact Dustin Doucet
- Plug and abandonment of the well – contact Dustin Doucet

Notification Requirements:

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- Within 24 hours following the spudding of the well – contact Carol Daniels
OR
submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website at <https://oilgas.ogm.utah.gov>
- 24 hours prior to testing blowout prevention equipment - contact Dan Jarvis
- 24 hours prior to cementing or testing casing – contact Dan Jarvis
- Within 24 hours of making any emergency changes to the approved drilling program – contact Dustin Doucet
- 24 hours prior to commencing operations to plug and abandon the well – contact Dan Jarvis

Contact Information:

The following are Division of Oil, Gas and Mining contacts and their telephone numbers (please leave a voicemail message if the person is not available to take the call):

- Carol Daniels 801-538-5284 - office
- Dustin Doucet 801-538-5281 - office
801-733-0983 - after office hours
- Dan Jarvis 801-538-5338 - office
801-231-8956 - after office hours

Reporting Requirements:

All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) – due within 5 days of spudding the well
- Monthly Status Report (Form 9) – due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) – due prior to implementation
- Written Notice of Emergency Changes (Form 9) – due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) – due prior to implementation
- Report of Water Encountered (Form 7) – due within 30 days after completion
- Well Completion Report (Form 8) – due within 30 days after completion or plugging

Approved By:



Acting Associate Director, Oil & Gas

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9			
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE			
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:			
2. NAME OF OPERATOR: ENERPLUS RESOURCES (USA) CORP		7. UNIT or CA AGREEMENT NAME:			
3. ADDRESS OF OPERATOR: 1700 Lincoln St., Suite 1300 , Denver, CO, 80203 4513		8. WELL NAME and NUMBER: KILLIAN 34-12			
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2279 FSL 0711 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 34 Township: 02.0S Range: 02.0W Meridian: U		9. API NUMBER: 43013504070000			
PHONE NUMBER: 720 279-5539 Ext		9. FIELD and POOL or WILDCAT: WILDCAT			
COUNTY: DUCHESNE		STATE: UTAH			
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA					
TYPE OF SUBMISSION	TYPE OF ACTION				
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 8/1/2012 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<table style="width: 100%; border: none;"> <tr> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: </td> </tr> </table>		<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER:
<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: 			
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. Request one year APD extension.					
<p style="color: red; font-weight: bold; margin: 0;">Approved by the Utah Division of Oil, Gas and Mining</p> <p style="color: red; font-weight: bold; margin: 0;">Date: 08/22/2011</p> <p style="color: red; font-weight: bold; margin: 0;">By: </p>					
NAME (PLEASE PRINT) Charles Wiley		PHONE NUMBER 972 618-4760			
SIGNATURE N/A		TITLE Senior Engineering Advisor			
DATE 8/17/2011					



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013504070000

API: 43013504070000

Well Name: KILLIAN 34-12

Location: 2279 FSL 0711 FWL QTR NWSW SEC 34 TWNP 020S RNG 020W MER U

Company Permit Issued to: ENERPLUS RESOURCES (USA) CORP

Date Original Permit Issued: 9/1/2010

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

- If located on private land, has the ownership changed, if so, has the surface agreement been updated? ☐ Yes ☒ No
- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? ☐ Yes ☒ No
- Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? ☐ Yes ☒ No
- Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location? ☐ Yes ☒ No
- Has the approved source of water for drilling changed? ☐ Yes ☒ No
- Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? ☐ Yes ☒ No
- Is bonding still in place, which covers this proposed well? ☒ Yes ☐ No

Signature: Charles Wiley

Date: 8/17/2011

Title: Senior Engineering Advisor **Representing:** ENERPLUS RESOURCES (USA) CORP

RECEIVED Aug. 17, 2011

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET (for state use only)

ROUTING
CDW

X - Change of Operator (Well Sold)

Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective:

3/1/2012

FROM: (Old Operator):

N3340 -Enerplus Resources (USA) Corporation
 950 17th Street Ste 2200
 Denver CO 80202

Phone: 1 (720) 279-5500

TO: (New Operator):

N2165 -Bill Barrett Corporation
 1099 18th Street Ste 2300
 Denver CO 80202

Phone: 1 (303) 312-8115

CA No.

Unit:

N/A

WELL NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
See Attached List (5 wells)								

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 3/1/2012
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 3/1/2012
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 3/19/2012
- Is the new operator registered in the State of Utah: Business Number: 5239043-0143
- (R649-9-2)Waste Management Plan has been received on: Yes
- Inspections of LA PA state/fee well sites complete on: N/A
- Reports current for Production/Disposition & Sundries on: 3/19/2012
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM N/A BIA N/A
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: N/A
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: N/A
- Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to **Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 3/19/2012
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 3/19/2012
- Bond information entered in RBDMS on: 3/19/2012
- Fee/State wells attached to bond in RBDMS on: 3/19/2012
- Injection Projects to new operator in RBDMS on: N/A
- Receipt of Acceptance of Drilling Procedures for APD/New on: 3/1/2012

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: N/A
- Indian well(s) covered by Bond Number: N/A
- (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number LPM4138148
- The **FORMER** operator has requested a release of liability from their bond on:

LEASE INTEREST OWNER NOTIFICATION:

- (R649-2-10) The **NEW** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 3/19/2012

COMMENTS:

Enerplus Resources (USA) Corporation (N3340) to Bill Barrett Corporation (N2165)

BIRMINGHAM 23-15	23	020S	010W	4304751114		Fee	OW	APD	C
KILLIAN 34-12	34	020S	020W	4301350407		Fee	OW	APD	C
WINDY RIDGE-COOK 25-5	25	020S	010W	4304751225		Fee	OW	APD	C
WINDY RIDGE-ROOSEVELT 36-11	36	020S	010W	4304751115		Fee	OW	APD	C
WINDY RIDGE-LIVSEY 25-15	25	020S	010W	4304740605	17441	Fee	OW	P	

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL ☒ GAS WELL ☐ OTHER ☐

2. NAME OF OPERATOR: Enerplus Resources (USA) Corp

3. ADDRESS OF OPERATOR: 950 17th street 2200 CITY Denver STATE CO ZIP 80202 PHONE NUMBER: 720-5500

4. LOCATION OF WELL

FOOTAGES AT SURFACE: 2279' FSL, 711' FWL

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWSW 34 2S 2W U

5. LEASE DESIGNATION AND SERIAL NUMBER:

Fee

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

N/A

7. UNIT or CA AGREEMENT NAME:

8. WELL NAME and NUMBER:

Killian 34-12

9. API NUMBER:

4301350407

10. FIELD AND POOL, OR WILDCAT:

Wildcat

COUNTY: Duchesne

STATE:

UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 11/1/11	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER:
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BILL BARRETT CORPORATION IS SUBMITTING THIS SUNDRY AS NOTIFICATION THAT THE ABOVE-MENTIONED WELL WILL BE OPERATED BY BILL BARRETT CORPORATION (BOND # 4138148) EFFECTIVE 11/1/11. PLEASE REFER ALL FUTURE CORRESPONDENCE TO BRADY RILEY AT THE FOLLOWING ADDRESS:

BILL BARRETT CORPORATION
1099 18TH STREET, SUITE 2300
DENVER, CO 80202
PHONE: 303-312-8115
FAX: 303-291-0420

Huntington T Walker Name (Please Print)
Bill Barrett Corporation (Operator N2165)
1099 18th Street, Suite 2300, Denver, CO 80202

Huntington T Walker Signature

Sr. VP - Land (Title)

2/28/12 (Date)

NAME (PLEASE PRINT)

SIGNATURE

TITLE

DATE

APPROVED 3/19/2012

Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

(See Instructions on Reverse Side)

RECEIVED

MAR 01 2012

DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Request to Transfer Application or Permit to Drill

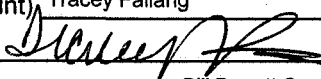
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

Well name:	Killian 34-12
API number:	4301350407
Location:	Qtr-Qtr: NWSW Section: 34 Township: 2S Range: 2W
Company that filed original application:	Enerplus Resources (USA) Corp
Date original permit was issued:	09/01/2010
Company that permit was issued to:	Enerplus Resources (USA) Corp

Check one	Desired Action:
<input type="checkbox"/>	Transfer pending (unapproved) Application for Permit to Drill to new operator
<input type="checkbox"/>	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
<input checked="" type="checkbox"/>	Transfer approved Application for Permit to Drill to new operator
<input type="checkbox"/>	The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.	Yes	No
If located on private land, has the ownership changed?		✓
<input type="checkbox"/> If so, has the surface agreement been updated?		
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?		✓
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?		✓
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?		✓
Has the approved source of water for drilling changed?	✓	
Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?		✓
Is bonding still in place, which covers this proposed well? Bond No. <u>LPM4138148</u>	✓	

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

Name (please print) Tracey Fallang Title Regulatory Manager
Signature  Date 2/28/12
Representing (company name) Bill Barrett Corporation

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

(3/2004)

RECEIVED

MAR 01 2012

DIV. OF OIL, GAS & MINING

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: KILLIAN 34-12
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2279 FSL 0711 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 34 Township: 02.0S Range: 02.0W Meridian: U		9. API NUMBER: 43013504070000
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: WILDCAT
COUNTY: DUCHESNE		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 5/1/2012	<input type="checkbox"/> ACIDIZE <input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
 BBC hereby requests to revise the drilling plan for the subject well.
 Please see revised plan attached.

Approved by the
Utah Division of
Oil, Gas and Mining

Date: April 11, 2012

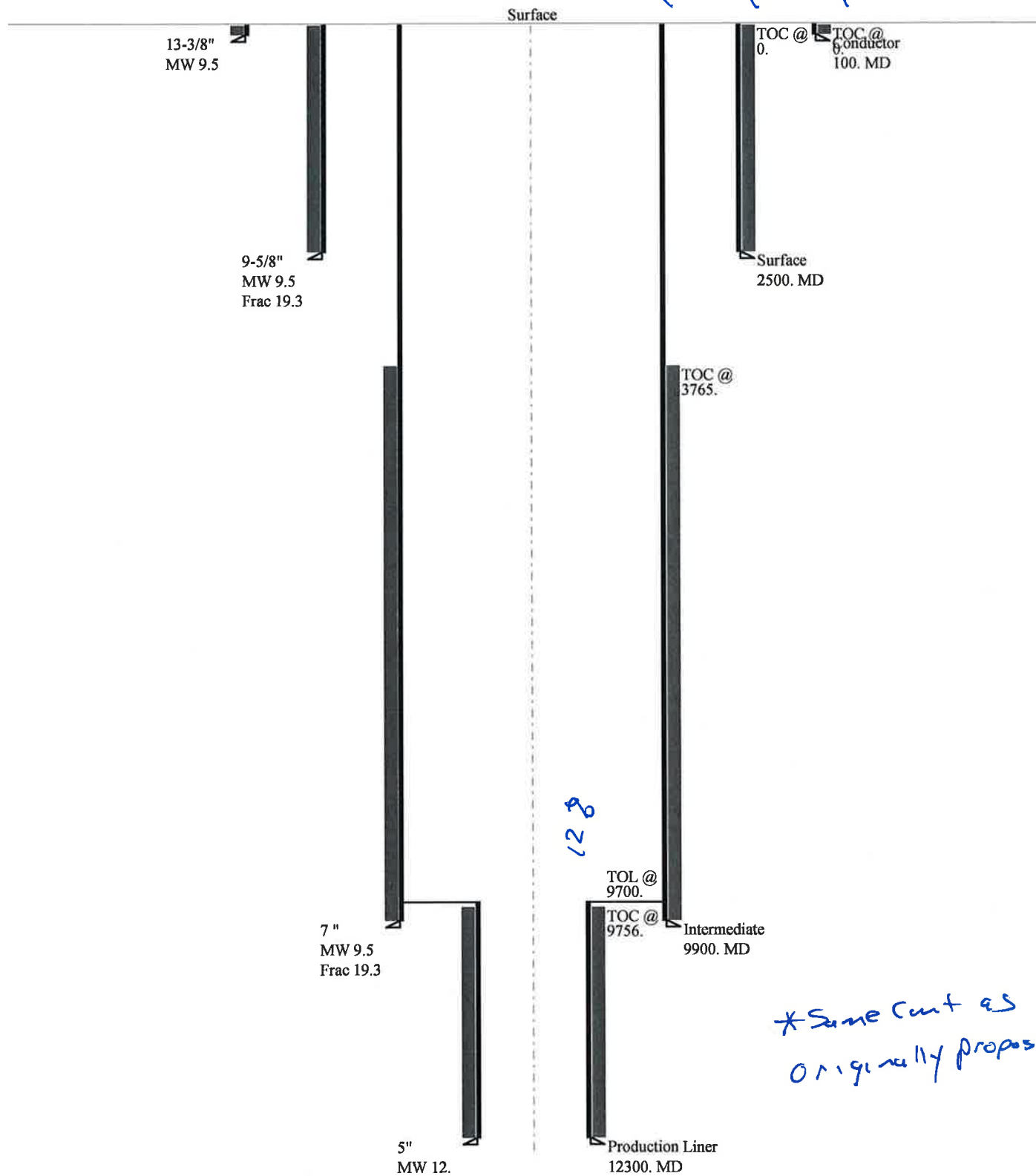
By: *Derek Duff*

NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 3/20/2012	

43013504070000 Killian 34-12Rev.

Casing Schematic

12 9 0 15 0 18 0



Well name:	43013504070000 Killian 34-12Rev.	
Operator:	Bill Barrett Corp.	Project ID:
String type:	Production Liner	43-013-50407
Location:	DUCHESNE COUNTY	

Design parameters:**Collapse**

Mud weight: 12.000 ppg
Design is based on evacuated pipe.

Minimum design factors:**Collapse:**

Design factor 1.125

Environment:

H2S considered? No
Surface temperature: 74 °F
Bottom hole temperature: 246 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 1,000 ft

Burst:

Design factor 1.00

Cement top: 9,756 ft

Burst

Max anticipated surface pressure:

4,962 psi

Internal gradient: 0.220 psi/ft

Calculated BHP 7,668 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
8 Round LTC: 1.80 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.60 (B)

Liner top: 9,700 ft

Non-directional string.

Tension is based on air weight.

Neutral point: 11,825 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	2600	5	18.00	P-110	VAM FJL	12300	12300	4.151	22548
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	7668	13470	1.757	7668	13940	1.82	46.8	399	8.53 J

Prepared Dustin K. Doucet
by: Div of Oil, Gas & Mining

Phone: 801 538-5281
FAX: 801-359-3940

Date: April 11, 2012
Salt Lake City, Utah

Remarks:

For this liner string, the top is rounded to the nearest 100 ft. Collapse is based on a vertical depth of 12300 ft, a mud weight of 12 ppg. The Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Well name:	43013504070000 Killian 34-12Rev.	
Operator:	Bill Barrett Corp.	Project ID:
String type:	Intermediate	43-013-50407
Location:	DUCHESNE COUNTY	

Design parameters:**Collapse**

Mud weight: 9.500 ppg
Design is based on evacuated pipe.

Minimum design factors:**Collapse:**

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
Surface temperature: 74 °F
Bottom hole temperature: 213 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 100 ft

Cement top: 3,765 ft

Burst

Max anticipated surface pressure: 4,962 psi
Internal gradient: 0.220 psi/ft
Calculated BHP 7,140 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
8 Round LTC: 1.70 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)

Tension is based on air weight.
Neutral point: 8,481 ft

Non-directional string.**Re subsequent strings:**

Next setting depth: 12,300 ft
Next mud weight: 12.000 ppg
Next setting BHP: 7,668 psi
Fracture mud wt: 19.250 ppg
Fracture depth: 9,900 ft
Injection pressure: 9,900 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	9900	7	26.00	P-110	LT&C	9900	9900	6.151	102910
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	4886	6230	1.275 ✓	7140	9950	1.39 ✓	257.4	693	2.69 J ✓

Prepared by: Dustin K. Doucet
Div of Oil, Gas & Mining

Phone: 801 538-5281
FAX: 801-359-3940

Date: April 11, 2012
Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 9900 ft, a mud weight of 9.5 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

**BILL BARRETT CORPORATION
KILLIAN #34-12
T2S-R2W Sec 34 NW SW
DUCESNE COUNTY, UTAH**

DRILLING Plan

1. GEOLOGIC SURFACE FORMATION:

Oligocene Duchesne River Formation

2. ESTIMATED TOPS OF IMPORTANT GEOLOGIC MARKERS:

Green River	4,601'
Trona	5,066'
Mahogany Bench	6,281'
TGr/W Transition	7,581'
Wasatch	9,901'
TD	12300'

3. ESTIMATED DEPTHS OF ANTICIPATED WATER, OIL, GAS OR MINERALS:

Green River Formation	4,601' – 7,581'	Oil and Gas
TGr/W Transition	7,581' – 9,901'	Oil and Gas
Wasatch Formation	9,901' – 12,300'	Oil and Gas

4. PROPOSED CASING PROGRAM:

Conductor Casing: 16" 65# H40 welded; Set at 100' +/- (New)
Surface Casing: 9.625" - 36# J55 with ST&C collars; Set at 2,500' (New)
If Pro Petro has a rig available, the 9-5/8" surface may be preset (see Appendix A below)
Intermediate Casing: 7" - 26# P110 with LT&C collars; Set at 9,900' (New)
Production Liner: 5" - 18# P110 Flush Joint; Set from 9700' +/- to TD (New)

5. MINIMUM SPECIFICATIONS FOR PRESSURE CONTROL:

The operator's minimum specifications for pressure control equipment are as follows:

Annular Preventer - 11", 5,000 psig WP (will be tested to 2500 psi)
Ram Preventer – 11", 5,000 psig WP (will be tested to 5000 psi), double gate unit with a hydraulic closing unit. The BOPs will be installed on the 9.625" surface casing before the 8.750" production casing hole is begun. The BOPs and 9.625" surface casing will be tested to 1500 psi before the 9.625" shoe is drilled out. The BOPs will remain in place until the well is drilled to TD and the production liner is cemented in place. The BOP rams will be changed whenever the drill pipe size is changed before the 6.125" production liner hole is begun at 9,000'. The BOPs and the 7.000" intermediate casing will be tested to 3000 psi before the 7.000" shoe is drilled out. The BOPs will be function checked daily and pressure tested every 14 days thereafter.

Refer to Exhibit A for a diagram of BOP equipment that will be used on this well.

6. TYPE AND CHARACTERISTICS OF THE PROPOSED CIRCULATION MUDS:

This well will be drilled to TD with a FW/DAPP system to the top of the Wasatch, then a weighted FW/polymer system to TD. If necessary to control formation fluids, the system will be weighted with the addition of bentonite gel and, if conditions warrant, barite. Neither potassium chloride nor chromates will be utilized in the fluid system. Mud weights will be closely controlled and weighted as necessary for control formation pressures. Detection devices to be used to monitor the mud system include a pit level indicator with alarm and flow rate, mud pump pressure and mud pump strokes indicators. The maximum anticipated mud weight to 9,900' will be 9.5 ppg and may reach as high as 12 ppg at TD.

MUD PROGRAM

Surface – 5000'
5000' - 9900'
9900 – TD

MUD TYPE

FW/polymer
DAPP
FW dispersed polymer

7. AUXILIARY SAFETY EQUIPMENT TO BE USED:

Auxiliary safety equipment will be a Kelly Cock, bit float and a TIW valve with drill pipe threads.

8. TESTING, LOGGING AND CORING PROGRAMS:

There will be two separate logging runs.

The first log run will be from 9,900' to the base of surface casing, prior to setting the intermediate casing, and will consist of Array Induction, Gamma Ray, Caliper, Compensated Neutron-Density logs. (The Gamma Ray log will be run to the surface.)

The second log run will be from TD to the base of the intermediate casing (9,900'), prior to setting the production liner, and will consist of Array Induction, Gamma Ray, Caliper, Compensated Neutron-Density logs. It is possible that a Sonic log might be included in one or both logging runs. Cement Bond Logs will be run from PBTD to the cement tops for both the production liner and intermediate casing.

No drill stem testing is anticipated.

Rotary Sidewall Coring may be conducted within the Green River formation as well as in the Green River Transition and Wasatch formations prior to setting the production casing.

9. ANTICIPATED ABNORMAL PRESSURE OR TEMPERATURE:

The anticipated maximum bottom hole pressure is 7,675 psi. It is not anticipated that abnormal temperatures will be encountered or that any other abnormal hazards, such as H₂S, will be encountered in this area.

10. ANTICIPATED STARTING DATE AND DURATION OF THE OPERATION:

It is anticipated that the drilling operations will commence in June, 2012, and take approximately 30 days from spud to rig release.

Appendix A

If we pre-set the 9-5/8" casing on this well with a smaller rig, the following equipment shall be in place and operational during air/gas drilling:

- Properly lubricated and maintained rotating head*
- Spark arresters on engines or water cooled exhaust*
- Blooie line discharge 100 feet from well bore and securely anchored
- Straight run on blooie line unless otherwise approved
- Deduster equipment*
- All cuttings and circulating medium shall be directed into a reserve or blooie pit*
- Float valve above bit*
- Automatic igniter or continuous pilot light on the blooie line*
- Compressors located in the opposite direction from the blooie line a minimum of 100 feet from the well bore
- Mud circulating equipment, water, and mud materials (does not have to be premixed) sufficient to maintain the capacity of the hole and circulating tanks or pits

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: KILLIAN 34-12
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2279 FSL 0711 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 34 Township: 02.0S Range: 02.0W Meridian: U		9. API NUMBER: 43013504070000
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: WILDCAT
COUNTY: DUCHESNE		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 6/1/2013	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> DEEPEN <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> PLUG BACK <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> WILDCAT WELL DETERMINATION <input type="checkbox"/> OTHER
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input checked="" type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input type="checkbox"/> SPUD REPORT Date of Spud:	
<input type="checkbox"/> DRILLING REPORT Report Date:	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BBC requests a one year extension for the subject APD.

**Approved by the
 Utah Division of
 Oil, Gas and Mining**

Date: August 28, 2012

By:

NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 8/16/2012	

RECEIVED: Aug. 16, 2012



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013504070000

API: 43013504070000

Well Name: KILLIAN 34-12

Location: 2279 FSL 0711 FWL QTR NWSW SEC 34 TWNP 020S RNG 020W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 9/1/2010

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

- If located on private land, has the ownership changed, if so, has the surface agreement been updated? ☒ Yes ☐ No
- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? ☐ Yes ☒ No
- Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? ☐ Yes ☒ No
- Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location? ☐ Yes ☒ No
- Has the approved source of water for drilling changed? ☐ Yes ☒ No
- Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? ☐ Yes ☒ No
- Is bonding still in place, which covers this proposed well? ☒ Yes ☐ No

Signature: Venessa Langmacher

Date: 8/16/2012

Title: Senior Permit Analyst Representing: BILL BARRETT CORP

RECEIVED: Aug. 16, 2012

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: KILLIAN 34-12	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013504070000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: WILDCAT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2279 FSL 0711 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 34 Township: 02.0S Range: 02.0W Meridian: U	COUNTY: DUCHESNE	
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 5/30/2013 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input type="text"/>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Attached, please find the revised drilling program and casing plan for this well. BBC is changing the production casing size. Please contact Brady Riley at 303-312-8115 with any questions in regard to this change.

**Approved by the
Utah Division of
Oil, Gas and Mining**

Date: June 11, 2013

By: *Dark Quist*

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 5/13/2013



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Sundry Conditions of Approval Well Number 43013504070000

Intermediate casing should be cemented from setting depth back to surface as indicated in drilling plan in order to isolate the base of moderately saline groundwater.

BILL BARRETT CORPORATION
DRILLING PLAN REVISED

Killian 34-12

NWSW, 2279 FSL 711 FWL, Section 34, T2S-R2W USB&M (SURFACE HOLE LOCATION)

NWSW, 2279 FSL 711 FWL, Section 34, T2S-R2W USB&M (SURFACE HOLE LOCATION)

Duchesne County, UT

1-2. Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

<u>Formation</u>	<u>Depth –MD/TVD</u>
Green River	4625'
Mahogany	4625'
TGR3	7605'
Douglas Creek	8115'
Black Shale Facies	9040'
Wasatch	9925'
TD	11625'

PROSPECTIVE PAY

The Green River and Wasatch are primary objectives for oil/gas.

BASE OF MODERATELY SALINE WATER: 1845'

3. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 1600'	Rotating Head or Diverter (may pre-set 9-5/8" with smaller rig)
1600' – TD	11" 10000# Double Ram Type BOP (Pipe/Blind) 11" 10000# Single Pipe Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary equipment and choke manifold rated at 10,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

4. Casing Program

<u>Hole Size</u>	<u>SETTING DEPTH</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
<u>(FROM)</u>	<u>(TO)</u>						
26"	Surface	100'	16"	65#		welded	new
12-1/4"	surface	1600'	9-5/8"	36#	J or K 55	STC	New
8-3/4"	surface	9100'	7"	26#	P110	LTC	New
6-1/8"	8900'	TD	4-1/2" Liner	13.5#	P110	LTC	New

Bill Barrett Corporation
 Drilling Program **REVISED**
 Killian 34-12
 Duchesne County, Utah

If we pre-set the 9-5/8" casing on this well with a spudder rig, the following equipment shall be in place and operational during air/gas drilling:

- Properly lubricated and maintained rotating head*
- Spark arresters on engines or water cooled exhaust*
- Blooie line discharge 100 feet from well bore and securely anchored
- Straight run on blooie line unless otherwise approved
- Deduster equipment*
- All cuttings and circulating medium shall be directed into a reserve or blooie pit*
- Float valve above bit*
- Automatic igniter or continuous pilot light on the blooie line*
- Compressors located in the opposite direction from the blooie line a minimum of 100 feet from the well bore
- Mud circulating equipment, water, and mud materials (does not have to be premixed) sufficient to maintain the capacity of the hole and circulating tanks or pits.

5. Cementing Program

<u>Casing</u>	<u>Cement</u>
16" Conductor Casing	Grout
12-1/4" hole for 9-5/8" Surface Casing (may pre-set with spudder rig)	Lead: 220 sx Halliburton Light w/ additives and LCM, 11.0 ppg, 3.16 ft ³ /sx, 100% excess Tail: 240 sx Halliburton Premium w/ additives and LCM, 14.8 ppg, 1.36 ft ³ /sx, 100% excess Cement to surface, top out as necessary.
8-3/4" hole for 7" intermediate casing	Lead: 720 sx Tuned Light cement w/ additives mixed at 11 ppg (yield = 2.31 ft ³ /sx). Tail: 320 sx Halliburton Econocem w/ additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). 2000' fill, Planned TOC @ Surface 50% excess
6-1/8" hole for 4-1/2" production liner	270 sx EXPANDACEM/Premium w/ additives, 14.3 ppg, (yield = 1.45 ft ³ /sx), 2725' fill, Planned TOC @ 4-1/2" liner top, 50% excess

6. Mud Program

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
0' – 1600'	Air/Mist/ 8.3 – 8.7	26 – 36	NC	Air/Mist/Freshwater Spud Mud Fluid System
1600' - 5,500'	9.2 – 9.4	26 – 36	NC	Freshwater Mud Fluid System
5,500' – 9,491'	9.4 – 10.0	42-58	25 cc or less	LSND Fluid System
9,491' – TD	10.0 – 12.5	42-52	< 10 cc	LSND FW mud
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

7. Testing, Logging and Core Programs

Bill Barrett Corporation
 Drilling Program **REVISED**
 Killian 34-12
 Duchesne County, Utah

Cores	None anticipated
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	MWD as needed to land wellbore;
Logging	DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI, Sonic Scanner, GEM, HFDT to be run at geologist's discretion.

8. Anticipated Abnormal Pressures or Temperatures

No abnormal temperatures are anticipated.

Maximum anticipated bottom hole pressure equals approximately 7556 psi* and maximum anticipated surface pressure equals approximately 4999 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)

**Maximum surface pressure = A – (0.22 x TD)

9. Auxiliary Equipment

- a) Upper kelly cock; lower Kelly cock will be installed while drilling
- b) Inside BOP or stab-in valve (available on rig floor)
- c) Safety valve(s) and subs to fit all string connections in use
- d) Mud monitoring will be visually observed

10. Location and Type of Water Supply

Water for the drilling and completion will be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W.

11. Drilling Schedule

Location Construction: June 2013
 Spud: June 2013
 Duration: 18 days drilling time
 6 days completion time



Cement Volume Calculations for the: Killian 34-12

Surface Hole:

Hole Data:

Total Depth (MD) = **1,600'**
 TOC (MD) = **0'**
 Hole Diameter = **12.250"**
 Casing OD = **9.625"**
 Casing ID = **8.921"**
 Excess = **100%**

Calculated Data:

Lead Fill = **1100** ft
 Lead Volume = **61.4** bbl
 Tail Fill = **500** ft
 Tail Volume = **27.9** bbl

Cement Data:

Lead Weight = **11.00** lbm/gal
 Lead Yield = **3.16** ft³/sk
 Tail Weight = **14.80** lbm/gal
 Tail Yield = **1.36** ft³/sk

Proposed Cement Data:

Proposed SX Lead = **220**
 Proposed SX Tail = **240**

Intermediate Hole:

Hole Data:

Total Depth (MD) = **9,100'**
 TOC (MD) = **0'**
 Hole Diameter = **8.750"**
 Casing OD = **7.000"**
 Casing ID = **6.366"**
 Excess = **50%**

Calculated Data:

Lead Fill = **7100** ft
 Lead Volume = **194.8** bbl
 Tail Fill = **2000** ft
 Tail Volume = **80.3** bbl

Cement Data:

Lead Weight = **11.00** lbm/gal
 Lead Yield = **2.31** ft³/sk
 Tail Weight = **13.50** lbm/gal
 Tail Yield = **1.42** ft³/sk

Proposed Cement Data:

Proposed SX Lead = **720**
 Proposed SX Tail = **320**

Production Liner: 200' into Intermediate Casing

Hole Data:

Total Depth (MD) = **11,625'**
TOL (MD) = **8,900'**
Hole Diameter = **6.125"**
Liner OD = **4.500"**
Open Hole Excess = **50%**
Casing Excess = **50%**

Calculated Data:

Lead Fill = **2725** ft
Lead Volume = **46.3** bbl

Cement Data:

Lead Weight = **14.30** lbm/gal
Lead Yield = **1.45** ft³/sk

Proposed Cement Data:

Proposed SX Lead = **270**

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: KILLIAN 34-12	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013504070000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: WILDCAT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2279 FSL 0711 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 34 Township: 02.0S Range: 02.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 5/9/2013	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input type="text" value="confidential status"/>
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BBC is requesting this well be placed in confidential status.

**Approved by the
Utah Division of
Oil, Gas and Mining**

Date: June 12, 2013

By: Derek Duff

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 5/9/2013

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: KILLIAN 34-12	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013504070000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: WILDCAT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2279 FSL 0711 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 34 Township: 02.0S Range: 02.0W Meridian: U	COUNTY: DUCHESNE	
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 5/20/2013	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: <u>SUA/ROW agreements for AR</u>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Please update records for this location with the attached, signed, agreements with surface owners along the access road and pipeline associated with this well pad.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 June 12, 2013

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 5/20/2013	

STATE OF UTAH
COUNTY OF DUCHESNE

Ent 459253 Bk 0679 Pg 502
Date: 10-MAY-2013 11:51:47AM
Fee: \$16.00 Check
Filed By: CBM
CAROLYNE MADSEN, Recorder
DUCHESNE COUNTY CORPORATION
For: BILL BARRETT CORP

SURFACE LAND USE AGREEMENT

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, Jeremiah Crowley and Nichole Crowley, whose mailing address is Rt. 2 Box 2132, Roosevelt, Utah 84066, (hereinafter referred to as GRANTOR), whether one or more), is the owner of the surface of the following described property located in Duchesne County, Utah , to-wit:

TOWNSHIP 2 SOUTH, RANGE 2 WEST, USM
Section :33 (see attached Exhibit "A")

WHEREAS, Bill Barrett Corporation., whose address is 1099 18th Street, Suite 2300, Denver, CO 80202 (hereinafter referred to as GRANTEE) desires to construct a pipeline or pipelines and appurtenances thereto for the transportation of natural gas, water, saltwater and other substances on a portion of said property.

WHEREAS, Grantee has agreed to reimburse Grantor for actual damages and injuries to all crops, timber, fences and other improvements located on the surface which results from grantee's operations hereunder, provided that Grantee shall not be held liable or responsible for acts of providence or occurrences beyond Grantee's control, such payment to be made upon commencement of operations to construct the road and pipeline or pipelines; so,

NOW THEREFORE, for and in consideration of the sum of ten dollars (\$10.00) and other valuable considerations, the receipt and sufficiency of which is hereby acknowledged, Grantor does hereby grant, sell and convey unto Grantee, its successors and assigns, the easement and right to use that portion of the herein above described property as may be necessary to construct an access road and to construct, trench, maintain, operate, replace, remove, protect or abandon a pipeline or pipelines for the transportation of natural gas, water, saltwater and other substances exclusively with appurtenances thereto, including, but not limited to, valves, metering equipment, cathodic equipment and a Right-of-Way Easement for overhead and/or underground power lines and power line facilities to be exercised by Moon Lake Electric Association, Inc., throughout their service territory. (said pipeline or pipelines, appurtenances, valves, metering equipment, cathodic equipment being sometimes collectively called the "facilities") over, under and through the hereinafter described land as described in the attached Exhibit "A". Grantee shall, upon Grantor's request, bury the pipeline or pipelines constructed pursuant to the terms of this Agreement to a depth of three (3) feet, or as close to this depth as possible.

Grantee shall have the free right of ingress and egress to, over, upon, through and across said right-of-way and easement for any and all purposes that may be necessary or incidental to the maintenance of the right-of-way and easement, with the right to use existing roads which enter Grantor's property for the purpose of constructing, inspecting, repairing and maintaining the facilities and the removal or replacement of same at will, either in whole or in part, and the replacement of said pipeline or pipelines with either like or different size pipe. During temporary periods, Grantee may use such portions of the property along and adjacent to said right-of-way as may be necessary in connection with construction, maintenance, repair, removal or replacement of the facilities and if such use cause any damages to Grantor's lands outside of the above described right-of-way, Grantee shall pay Grantor for such damages.

Grantor reserves the right to the use and enjoyment of said property except for the purposes herein granted, but such use shall not hinder, conflict or interfere with Grantee's surface or subsurface rights hereunder or disturb its facilities. Grantor may construct roads, fences, water lines and utilities across the easement as long as they do not cause damage to the pipeline. Prior to construction of any road, fence, water line or utility Grantor shall notify Grantee and Grantor shall work together in cooperation to make sure the pipeline or pipelines are not damaged. No reservoir or structure shall be constructed, created or maintained on, over, along or within the lands covered by this easement without Grantee's prior written consent.

The Grantor hereby covenants and warrants that they are the surface owner of the above-described land, and have the right to enter into this agreement.

FOR THE SAME CONSIDERATION RECITED ABOVE, Grantor and Grantee do hereby release, discharge and acquit the other from any and all liability, and shall indemnify the other against any and all claims and demands for damages, attorneys fees, injury or loss, existing now or done hereafter, to the surface of said lands or to any third parties arising out of or being the result of their or, their agents, contractors, licensees, permittees, successors and assigns own activities on or use of the subject property.

However, such parties' potential liability under this paragraph to the other parties shall not be limited by the omission of it, or its predecessors, agents, contractors, licensees, permittees, successors, and assigns, and shall not include any acts and/or omissions of the other party, its agents, contractors, licensees, permittees, successors or assigns. Grantee shall reasonably maintain the subject property in order to prevent unnecessary deterioration of the surface and to keep the property in an uncluttered condition.

TO HAVE AND TO HOLD the above described rights and easements, together with all rights necessary to operate and maintain the natural gas line over the right-of-way hereby granted unto the said Grantee, its successors and assigns, until such time as the right-of-way and easement is abandoned under the terms stipulated herein. The Grantee may assign the rights and easements herein granted, either in whole or in part, subject to the terms of this grant, and such rights and easements shall be covenants running with the land and are binding upon Grantor, Grantor's heirs, legal representatives and successors in title.

Grantee shall repair or replace any fences damaged by them, their employees or contractors with a new fence that will be exactly the same type of fence that is damaged. Grantee shall also reseed the pipeline damaged area with native grasses.

Grantee will provide and install one cattle guard at each point of ingress and egress through Grantors lands.


Upon abandonment of the facilities Grantee shall restore such facilities to as near its original condition as possible and shall furnish a recordable document evidencing such abandonment to Grantor, or Grantor's successors in interest, and all rights that Grantee has under the terms of this Agreement shall be terminated.

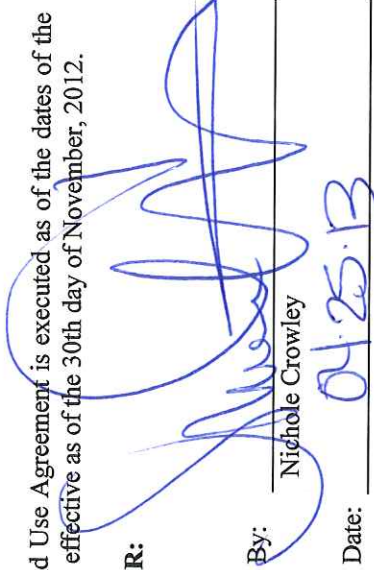
The making, execution and delivery of this document by Grantor has been induced by no representations, statements, warranties, or other agreements other than those herein expressed. This agreement embodies the entire understanding of the parties, and this instrument may be amended or modified only by subsequent written agreement of the parties.

This agreement shall inure to the benefit of the parties hereto, their heirs, successors, and assigns and shall be a burden running with the land.

IN WITNESS WHEREOF, this Surface Land Use Agreement is executed as of the dates of the respective acknowledgments of the parties hereto, but is effective as of the 30th day of November, 2012.


GRANTOR:

By: 
Jeremiah Crowley
Date: 4-25-13

By: 
Nichole Crowley
Date: 04-25-13

GRANTEE:

BILL BARRETT CORPORATION

By: 
Steve W. Rawlings, Senior Vice President – Operations,
Bill Barrett Corporation
Date: 5/6/13

Ent 459253 Bk A0679 Pg 0504

ACKNOWLEDGMENT



STATE OF UTAH
COUNTY OF

On this 25th day of April, 2013, before me personally appeared **Jeremiah Crowley and Nichole Crowley** known to me to be the person who is described in and who executed the within instrument and acknowledged to me that he executed the same.

WITNESS my hand and official seal.



Notary Public
Residing at: Roosevelt, UT

My Commission Expires: 10-18-13

ACKNOWLEDGMENT

STATE OF COLORADO
COUNTY OF Denver

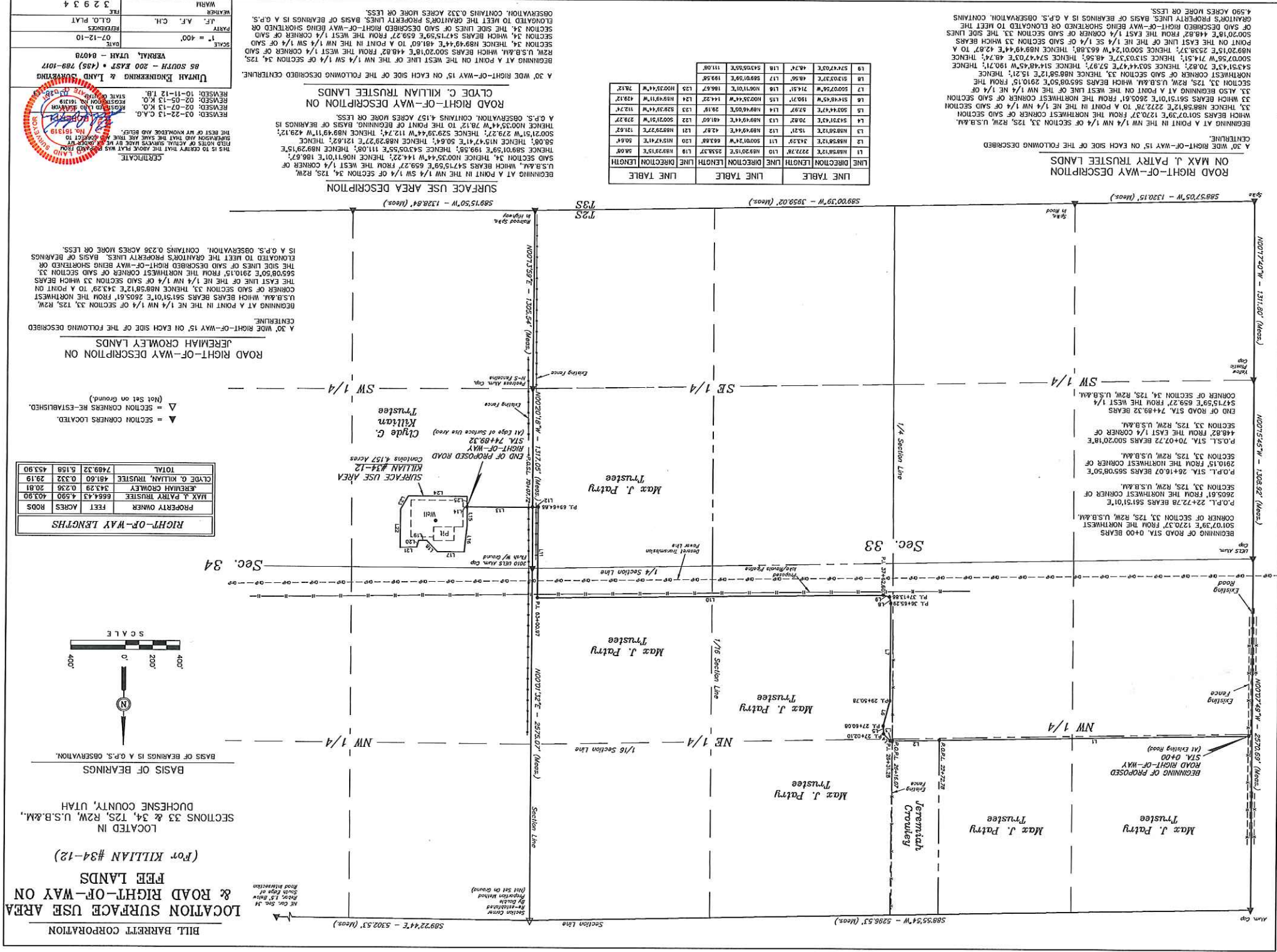
On this 6th day of May, 2013, personally appeared before me **Steve W. Rawlings, Senior Vice President – Operations, Bill Barrett Corporation**, who, being by me duly sworn, did say that he is the Agent for Bill Barrett Corporation and that said instrument was signed in behalf of said corporation by authority of a resolution of its Board of Directors and said Clint W. Turner acknowledged to me that said corporation executed the same.

My Commission Expires: 2016 5-14-2013 TB

Timothy Bandy
Notary Public
Residing at: Denver, CO



EXHIBIT A
Ent 459253 Bk A0679 Pg 0505



Well Name: Killian 34-12

ROAD ACCESS AND RIGHT-OF-WAY AGREEMENT

This agreement, made and entered this 7th day of JULY, 2010, by and between Max J. & Patsy Lee Patry, whose address is 984 W 2000 S, Roosevelt, UT, 84066, hereinafter referred to as "Owner", and Enerplus Resources (USA) Corporation, whose address is 1700 Lincoln Street Ste 1300, Denver, CO 80203, hereinafter referred to as "Operator", collectively referred to herein as the "Parties".

WITNESSETH:

For and in consideration of the covenants and agreements contained herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

- Operator intends to drill, or cause to be drilled, an oil and/or gas well ("Well") at a legal location on the following described lands ("Lands"):
Killian 34-12 well
NWSW Sec. 34, T2S, R2W, U.S.M.
located approximately 2,290' FSL and 689' FWL
Duchesne County, Utah
 - In order for Operator to drill, construct, complete, produce, maintain and operate the Well and all associated pipelines, power lines and other facilities or property of Operator associated with said Well, it is necessary that Operator enter and utilize the east edge of Section 33. The Parties hereby agree to
- Operator's road turns east into the well site. Fence will be built in such a manner that livestock cannot climb over the fence. A 16-foot (2 8-foot panels) panel gate shall be installed on the south end of the fence.
- Any lands disturbed by said activities that contain a growing crop, or which do not make a crop the following year, shall be compensated on a per-acre basis for that particular crop's yield as additional crop damage.
 - Within one year of cessation of all production of this well or six months after the time this well has been plugged and abandoned, weather permitting, Operator agrees to complete reclamation of the surface of the subject lands and access road as nearly as practicable to the condition in which the same was found prior to the commencement of Operator's oil and gas operations, including removal of all Operator's equipment and material. Owner may choose to keep access road.
 - Access roads shall be reasonably maintained, and only one access road per well shall be used. Operator further agrees that said access road shall not permanently exceed 30 feet (including barrow ditches) in width where straight, but may be wider on turns, to accommodate equipment. In the interest of minimizing overall surface impact, roads may be used for multiple wells.
 - All payments shall become due and payable to Owner prior to heavy equipment entering the land.
 - In the event said Well is completed as a producer, said Right-of-Way so granted herein shall remain in full force and effect and shall continue until such time as said well is plugged and abandoned, and final restoration is complete.
 - Except as to any extraordinary or unanticipated loss or damage, Owner does hereby release and hold harmless Operator from any and all liability of any nature and further payment for damages on the lands which arise or may arise out of or in connection with the well or other facilities constructed by Operator on the lands for so long as operations are being conducted by Operator, its agents, successors or assigns.
 - Notice by either party shall be promptly given, orally if possible, and immediately mailed to:

Owner

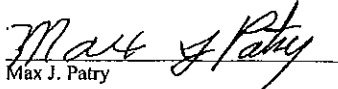

Max J. & Patsy Lee Patry
984 W 2000 S
Roosevelt, UT 84066
435-722-3079

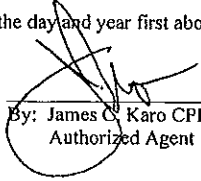
Operator

Enerplus Resources (USA) Corporation
1700 Lincoln Street Ste 1300
Denver, CO 80203
720-279-5500

This CONFIDENTIAL agreement shall be binding on and inure to the benefit of the Parties, their respective heirs, successors, personal representatives, agents, tenants, purchasers and assigns. Terms of this agreement may not be disclosed to other parties.

IN WITNESS WHEREOF, the parties hereto set their hands, the day and year first above-written.


Max J. Patry

Patsy Lee Patry


By: James C. Karo CPL
Authorized Agent for Operator

Well Name: Killian 34-12

SURFACE USE AND ROAD ACCESS AGREEMENT

This agreement, made and entered this 22nd day of June, 2010, by and between Clyde G. Killian, Trustee of the Clyde G. Killian Trust, whose address is Rt. 2 Box 2094, Roosevelt, UT 84066, hereinafter referred to as "Owner", and Enerplus Resources (USA) Corporation, hereinafter referred to as "Enerplus", whose address is 1700 Lincoln St, Suite 1300, Denver, Colorado 80203, collectively referred to herein as the "Parties".

WITNESSETH:

For and in consideration of the covenants and agreements contained herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

1. Enerplus intends to drill, or cause to be drilled, an oil and/or gas well ("Well") at a legal location on the following described lands ("Lands"):

Killian 34-12 Well
NW/4SW/4 Section 34, T2S R2W, Uinta Special Meridian
located approximately 2,358' FSL and 660' FWL
Duchesne County, Utah

2. In order for Enerplus to drill, construct, complete, produce, maintain and operate the Well and all associated pipelines, power lines and other facilities or property of Enerplus associated with said Well, it is necessary that Enerplus enter and utilize the Lands. The Parties hereby agree to compensation for the damages, entry and surface use thereof.
3. Enerplus shall pay Owner the sum of Ten Thousand dollars (\$10,000) ("Amount"). Owner hereby acknowledges that the Amount represents full, final and agreed-upon total compensation for all damages caused or created by reason of the reasonable and customary ingress, egress, rights-of-way, drilling, completion, production and maintenance operations and well location, except as defined below. This item is due and payable prior to any equipment entering and altering the subject lands.

compensated on a per-acre basis for that particular crop's yield as additional crop damage.

6. All drillsite pits shall be filled within 180 to 365 days after completion of any well so drilled on said lands, subject to pit moisture and weather. Within one year of cessation of all production of this well or six months after the time this well has been plugged and abandoned, weather permitting, Operator agrees to complete reclamation of the surface of the Subject Lands and access road as nearly as practicable to the condition in which the same was found prior to the commencement of Operator's oil and gas operations, including removal of all Operator's equipment and material.
7. On all locations drilled, Enerplus agrees to restore the surface, as nearly as possible, to the condition which existed prior to commencement of drilling operations.
8. Access roads shall be reasonably maintained, and only one access road per well shall be used. Enerplus agrees to consult with Owner as to routes of ingress and egress for any wells drilled on the above-described lands, in an attempt to minimize damages to the above-described lands. Owner agrees not to unnecessarily withhold his consent as to routes of ingress and egress. Enerplus further agrees that said access road shall not permanently exceed 20 feet in width where straight, but will be wider on turns, to accommodate equipment.
9. All payments that shall become due and payable to Owner shall be calculated after the drilling and completion of said Well, except as set forth above.
10. In the event said Well is completed as a producer, said Right-of-Way so granted herein shall remain in full force and effect and shall continue until such time as said well is plugged and abandoned, and final restoration is complete.
11. Except as to any extraordinary or unanticipated loss or damage, Owner does hereby release and hold harmless Enerplus from any and all liability of any nature and further payment for damages on the lands which arise or may arise out of or in connection with the well or other facilities constructed by Enerplus on the lands for so long as operations are being conducted by Enerplus, its agents, successors or assigns.
12. Notice by either party shall be promptly given, orally if possible, and immediately mailed to:

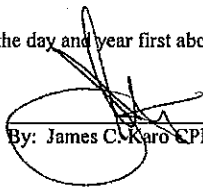
Owner
Clyde G. Killian, Trustee of the Clyde G. Killian Trust
Rt 2 Box 2094
Roosevelt, UT 84066
435-789-3630

Enerplus
Enerplus Resources (USA) Corporation
1700 Lincoln Street, Ste 1300
Denver, CO 80203
720-279-5500

This agreement shall be binding on and inure to the benefit of the Parties, their respective heirs, successors, personal representatives, agents, tenants, purchasers and assigns.

IN WITNESS WHEREOF, the parties hereto set their hands, the day and year first above-written.


By: Clyde G. Killian, Trustee


By: James C. Karo CPL, Authorized Agent

Ent 459254 Bk 0679 Pl 506
Date: 10-MAY-2013 11:53:47AM
Fee: \$18.00 Check
Filed By: CRM
CAROLYNE MADSEN, Recorder
DUCHESE COUNTY CORPORATION
For: BILL BARRETT CORP

**STATE OF UTAH
COUNTY OF DUCHESE**

SURFACE LAND USE AGREEMENT

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, Max J. Patry aka Max Patry and Patsy Lee Patry aka Patsy Patry, as Trustees of the M. & P. Patry Family Trust and the Patry Family Trust, whose mailing address is Rt. 3 Box 3012, Roosevelt, Utah 84066, (hereinafter referred to as GRANTOR), whether one or more), is the owner of the surface of the following described property located in Duchesne County, Utah , to-wit:

TOWNSHIP 2 SOUTH, RANGE 2 WEST, USM

Section: 33 part (see attached Exhibit "A")

WHEREAS, Bill Barrett Corporation., whose address is 1099 18th Street, Suite 2300, Denver, CO 80202 (hereinafter referred to as GRANTEE) desires to construct a pipeline or pipelines and appurtenances thereto for the transportation of natural gas, water, saltwater and other substances on a portion of said property.

WHEREAS, Grantee has agreed to reimburse Grantor for actual damages and injuries to all crops, timber, fences and other improvements located on the surface which results from grantee's operations hereunder, provided that Grantee shall not be held liable or responsible for acts of providence or occurrences beyond Grantee's control, such payment to be made upon commencement of operations to construct the road and pipeline or pipelines; so,

NOW THEREFORE, for and in consideration of the sum of ten dollars (\$10.00) and other valuable considerations, the receipt and sufficiency of which is hereby acknowledged, Grantor does hereby grant, sell and convey unto Grantee, its successors and assigns, the easement and right to use that portion of the herein above described property as may be necessary to construct an access road and to construct, entrench, maintain, operate, replace, remove, protect or abandon a pipeline or pipelines for the transportation of natural gas, water, saltwater and other substances exclusively with appurtenances thereto, including, but not limited to, valves, metering equipment and cathodic equipment. Additionally Grantor agrees to grant a Right-of-Way Easement for overhead and/or underground power lines and power line facilities to be exercised and compensated for by Moon Lake Electric Association, Inc., throughout their service territory. (said pipeline or pipelines, appurtenances, valves, metering equipment, cathodic equipment being sometimes collectively called the "facilities") over, under and through the hereinafter described land as described in the attached Exhibit "A". Grantee shall, upon Grantor's request, bury the pipeline or pipelines constructed pursuant to the terms of this Agreement to a depth of three (3) feet, or as close to this depth as possible.

Grantee shall have the free right of ingress and egress to, over, upon, through and across said right-of-way and easement for any and all purposes that may be necessary or incidental to the maintenance of the right-of-way and easement, with the right to use existing roads which enter Grantor's property for the purpose of constructing, inspecting, repairing and maintaining the facilities and the removal or replacement of same at will, either in whole or in part, and the replacement of said pipeline or pipelines with either like or different size pipe. During temporary periods, Grantee may use such portions of the property along and adjacent to said right-of-way as may be necessary in connection with construction, maintenance, repair, removal or replacement of the facilities and if such use cause any damages to Grantor's lands outside of the above described right-of-way, Grantee shall pay Grantor for such damages.

Grantor reserves the right to the use and enjoyment of said property except for the purposes herein granted, but such use shall not hinder, conflict or interfere with Grantee's surface or subsurface rights hereunder or disturb its facilities. Grantor may construct roads, fences, water lines and utilities across the easement as long as they do not cause damage to the pipeline. Prior to construction of any road, fence, water line or utility Grantor shall notify Grantee and Grantee shall work together in cooperation to make sure the pipeline or pipelines are not damaged. No reservoir or structure shall be constructed, created or maintained on, over, along or within the lands covered by this easement without Grantee's prior written consent.

The Grantor hereby covenants and warrants that they are the surface owner of the above-described land, and have the right to enter into this agreement.

FOR THE SAME CONSIDERATION RECITED ABOVE, Grantor and Grantee do hereby release, discharge and acquit the other from any and all liability, and shall indemnify the other against any and all claims and demands for damages, attorneys fees, injury or loss, existing now or done hereafter, to

the surface of said lands or to any third parties arising out of or being the result of the use of the subject property. However, such parties' potential liability under this paragraph to the other shall be limited to the acts and/or omission of it, or its predecessors, agents, contractors, licensees, permittees, successors, and assigns, and shall not include any acts and/or omissions of the other party, its agents, contractors, licensees, permittees, successors or assigns. Grantee shall reasonably maintain the subject property in order to prevent unnecessary deterioration of the surface and to keep the property in an unliettered condition.

TO HAVE AND TO HOLD the above described rights and easements, together with all rights necessary to operate and maintain the natural gas line over the right-of-way hereby granted unto the said Grantee, its successors and assigns, until such time as the right-of-way and easement is abandoned under the terms stipulated herein. The Grantee may assign the rights and easements herein granted, either in whole or in part, subject to the terms of this grant, and such rights and easements shall be covenants running with the land and are binding upon Grantor, Grantor's heirs, legal representatives and successors in title.

Grantee shall repair or replace any fences damaged by them, their employees or contractors with a new fence that will be exactly the same type of fence that is damaged, save the fence running along Grantors South property line in the NW/4 of Section 33 T2S R2W, USM. Said fence will be realigned with surveyed property line boundaries and consist of four strand barbed wire with H-braces as required. Grantee shall also reseed the pipeline damaged area with native grasses.

Grantee shall provide and install cattle guards at points of ingress and egress from Grantors lands along with one additional cattle guard at the point the access road crosses the E/W quarter section line of said Section 33.

Upon abandonment of the facilities Grantee shall restore such facilities to as near its original condition as possible and shall furnish a recordable document evidencing such abandonment to Grantor, or Grantor's successors in interest, and all rights that Grantee has under the terms of this Agreement shall be terminated.

The making, execution and delivery of this document by Grantor has been induced by no representations, statements, warranties, or other agreements other than those herein expressed. This agreement embodies the entire understanding of the parties, and this instrument may be amended or modified only by subsequent written agreement of the parties.

This agreement shall inure to the benefit of the parties hereto, their heirs, successors, and assigns and shall be a burden running with the land.

IN WITNESS WHEREOF, this Surface Land Use Agreement is executed as of the dates of the respective acknowledgments of the parties hereto, but is effective as of the 15th day of February, 2013.

GRANTOR:

By:

Max J. Patry
Max J. Patry aka Max Patry, Trustee
M. & P. Patry Family Trust and the
Patry Family Trust

By:

Patsy Lee Patry
Patsy Lee Patry aka Patsy Patry, Trustee
M. & P. Patry Family Trust and the Patry
Family Trust

Date:

4/25/13

Date:

4/25/13

GRANTEE:

BILL BARRETT CORPORATION

By:

Steve W. Rawlings
Steve W. Rawlings, Senior Vice President – Operations,
Bill Barrett Corp.

Date:

5/6/13

Ent 459254 Bk A0679 Pg 0508


STATE OF UTAH
COUNTY OF

ACKNOWLEDGMENT



On this 25th day of April, 2013, before me personally appeared **Max J. Patry** aka **Max Patry** and **Patsy Lee Patry** aka **Patsy Patry**, as Trustees of the **M. & P. Patry Family Trust** and the **Patry Family Trust** known to me to be the person who is described in and who executed the within instrument and acknowledged to me that he executed the same.

WITNESS my hand and official seal.



Notary Public
Residing at: 12 Roosevelt, UT

My Commission Expires: 10-18-13

ACKNOWLEDGMENT

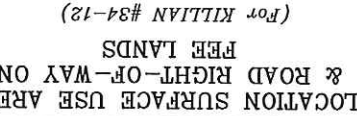
STATE OF COLORADO
COUNTY OF Denver

On this 6th day of May, 2013, personally appeared before me **Steve W. Rawlings, Senior Vice President – Operations, Bill Barrett Corp.**, who, being by me duly sworn, did say that he is the Agent for Bill Barrett Corporation and that said instrument was signed in behalf of said corporation by authority of a resolution of its Board of Directors and said Clint W. Turner acknowledged to me that said corporation executed the same.

My Commission Expires: 5-14-2016


Notary Public
Residing at: Denver, CO







STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: KILLIAN 34-12
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2279 FSL 0711 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 34 Township: 02.0S Range: 02.0W Meridian: U		9. API NUMBER: 43013504070000
PHONE NUMBER: 303 312-8134 Ext		9. FIELD and POOL or WILDCAT: WILDCAT
COUNTY: DUCHESNE		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 9/1/2013	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER:
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
 BBC is requesting that this APD be renewed another year and was discussed with Brad Hill on 8/1/13. The construction start date is scheduled for 8/15/13 and spud date is scheduled for 9/15/13.

Approved by the
Utah Division of
Oil, Gas and Mining

Date: August 01, 2013

By:

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 8/1/2013	



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013504070000

API: 43013504070000

Well Name: KILLIAN 34-12

Location: 2279 FSL 0711 FWL QTR NWSW SEC 34 TWNP 020S RNG 020W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 9/1/2010

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

- If located on private land, has the ownership changed, if so, has the surface agreement been updated? ☒ Yes ☐ No
- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? ☐ Yes ☒ No
- Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? ☐ Yes ☒ No
- Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location? ☐ Yes ☒ No
- Has the approved source of water for drilling changed? ☐ Yes ☒ No
- Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? ☐ Yes ☒ No
- Is bonding still in place, which covers this proposed well? ☒ Yes ☐ No

Signature: Brady Riley

Date: 8/1/2013

Title: Permit Analyst **Representing:** BILL BARRETT CORP

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
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1. TYPE OF WELL Oil Well		8. WELL NAME and NUMBER: KILLIAN 34-12
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		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 8/23/2013 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<div style="display: flex; flex-wrap: wrap;"> <div style="width: 33%;"> <input type="checkbox"/> ACIDIZE <input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </div> <div style="width: 33%;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </div> <div style="width: 33%;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/> </div> </div>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. BBC requests permission to change the surface casing set depth to 2000' to cover the BMSW. The well was permitted with surface casing set to 1600'.		
Approved by the Utah Division of Oil, Gas and Mining Date: August 22, 2013 By: <u><i>Derek Duff</i></u>		
NAME (PLEASE PRINT) Brady Riley		PHONE NUMBER 303 312-8115
SIGNATURE N/A		TITLE Permit Analyst
		DATE 8/22/2013

BILL BARRETT CORPORATION
DRILLING PLAN REVISED

Killian 34-12

NWSW, 2279 FSL 711 FWL, Section 34, T2S-R2W USB&M (SURFACE HOLE LOCATION)

NWSW, 2279 FSL 711 FWL, Section 34, T2S-R2W USB&M (SURFACE HOLE LOCATION)

Duchesne County, UT

1-2. Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

<u>Formation</u>	<u>Depth –MD/TVD</u>
Green River	4625'
Mahogany	4625'
TGR3	7605'
Douglas Creek	8115'
Black Shale Facies	9040'
Wasatch	9925'
TD	11625'

PROSPECTIVE PAY

The Green River and Wasatch are primary objectives for oil/gas.

BASE OF MODERATELY SALINE WATER: 1845'

3. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 2000'	Rotating Head or Diverter (may pre-set 9-5/8" with smaller rig)
2000' – TD	11" 10000# Double Ram Type BOP (Pipe/Blind) 11" 10000# Single Pipe Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary equipment and choke manifold rated at 10,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

4. Casing Program

<u>Hole Size</u>	<u>SETTING DEPTH</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
<u>(FROM)</u>	<u>(TO)</u>						
26"	Surface	100'	16"	65#		welded	new
12-1/4"	surface	2000'	9-5/8"	36#	J or K 55	STC	New
8-3/4"	surface	9100'	7"	26#	P110	LTC	New
6-1/8"	8900'	TD	4-1/2" Liner	13.5#	P110	LTC	New

Bill Barrett Corporation
 Drilling Program **REVISED**
 Killian 34-12
 Duchesne County, Utah

If we pre-set the 9-5/8" casing on this well with a spudder rig, the following equipment shall be in place and operational during air/gas drilling:

- Properly lubricated and maintained rotating head*
- Spark arresters on engines or water cooled exhaust*
- Blooie line discharge 100 feet from well bore and securely anchored
- Straight run on blooie line unless otherwise approved
- Deduster equipment*
- All cuttings and circulating medium shall be directed into a reserve or blooie pit*
- Float valve above bit*
- Automatic igniter or continuous pilot light on the blooie line*
- Compressors located in the opposite direction from the blooie line a minimum of 100 feet from the well bore
- Mud circulating equipment, water, and mud materials (does not have to be premixed) sufficient to maintain the capacity of the hole and circulating tanks or pits.

5. Cementing Program

<u>Casing</u>	<u>Cement</u>
16" Conductor Casing	Grout
12-1/4" hole for 9-5/8" Surface Casing (may pre-set with spudder rig)	Lead: 300 sx Halliburton Light w/ additives and LCM, 11.0 ppg, 3.16 ft ³ /sx, 100% excess Tail: 240 sx Halliburton Premium w/ additives and LCM, 14.8 ppg, 1.36 ft ³ /sx, 100% excess Cement to surface, top out as necessary.
8-3/4" hole for 7" intermediate casing	Lead: 720 sx Tuned Light cement w/ additives mixed at 11 ppg (yield = 2.31 ft ³ /sx). Tail: 320 sx Halliburton Econocem w/ additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). 2000' fill, Planned TOC @ Surface 50% excess
6-1/8" hole for 4-1/2" production liner	270 sx EXPANDACEM/Premium w/ additives, 14.3 ppg, (yield = 1.45 ft ³ /sx), 2725' fill, Planned TOC @ 4-1/2" liner top, 50% excess

6. Mud Program

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
0' – 2000'	Air/Mist/ 8.3 – 8.7	26 – 36	NC	Air/Mist/Freshwater Spud Mud Fluid System
2000' - 5,500'	9.2 – 9.4	26 – 36	NC	Freshwater Mud Fluid System
5,500' – 9,491'	9.4 – 10.0	42-58	25 cc or less	LSND Fluid System
9,491' – TD	10.0 – 12.5	42-52	< 10 cc	LSND FW mud
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

Bill Barrett Corporation
Drilling Program **REVISED**
Killian 34-12
Duchesne County, Utah

7. **Testing, Logging and Core Programs**

Cores	None anticipated
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	MWD as needed to land wellbore;
Logging	DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI, Sonic Scanner, GEM, HFDT to be run at geologist's discretion.

8. **Anticipated Abnormal Pressures or Temperatures**

No abnormal temperatures are anticipated.

Maximum anticipated bottom hole pressure equals approximately 7556 psi* and maximum anticipated surface pressure equals approximately 4999 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)

**Maximum surface pressure = A – (0.22 x TD)

9. **Auxiliary Equipment**

- a) Upper kelly cock; lower Kelly cock will be installed while drilling
- b) Inside BOP or stab-in valve (available on rig floor)
- c) Safety valve(s) and subs to fit all string connections in use
- d) Mud monitoring will be visually observed

10. **Location and Type of Water Supply**

Water for the drilling and completion will be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W.

11. **Drilling Schedule**

Location Construction: Constructed
Spud: October 2013
Duration: 18 days drilling time
6 days completion time



Cement Volume Calculations for the: Killian 34-12

Surface Hole:

Hole Data:

Total Depth (MD) = **2,000'**
 TOC (MD) = **0'**
 Hole Diameter = **12.250"**
 Casing OD = **9.625"**
 Casing ID = **8.921"**
 Excess = **100%**

Calculated Data:

Lead Fill = **1500** ft
 Lead Volume = **83.7** bbl
 Tail Fill = **500** ft
 Tail Volume = **27.9** bbl

Cement Data:

Lead Weight = **11.00** lbm/gal
 Lead Yield = **3.16** ft³/sk
 Tail Weight = **14.80** lbm/gal
 Tail Yield = **1.36** ft³/sk

Proposed Cement Data:

Proposed SX Lead = **300**
 Proposed SX Tail = **240**

Intermediate Hole:

Hole Data:

Total Depth (MD) = **9,100'**
 TOC (MD) = **0'**
 Hole Diameter = **8.750"**
 Casing OD = **7.000"**
 Casing ID = **6.366"**
 Excess = **50%**

Calculated Data:

Lead Fill = **7100** ft
 Lead Volume = **196.0** bbl
 Tail Fill = **2000** ft
 Tail Volume = **80.3** bbl

Cement Data:

Lead Weight = **11.00** lbm/gal
 Lead Yield = **2.31** ft³/sk
 Tail Weight = **13.50** lbm/gal
 Tail Yield = **1.42** ft³/sk

Proposed Cement Data:

Proposed SX Lead = **720**
 Proposed SX Tail = **320**

Production Liner: 200' into Intermediate Casing

Hole Data:

Total Depth (MD) = **11,625'**
TOL (MD) = **8,900'**
Hole Diameter = **6.125"**
Liner OD = **4.500"**
Open Hole Excess = **50%**
Casing Excess = **50%**

Calculated Data:

Lead Fill = **2725** ft
Lead Volume = **46.3** bbl

Cement Data:

Lead Weight = **14.30** lbm/gal
Lead Yield = **1.45** ft³/sk

Proposed Cement Data:

Proposed SX Lead = **270**

Cells with green text require input

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
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1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: KILLIAN 34-12	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013504070000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: WILDCAT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2279 FSL 0711 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 34 Township: 02.0S Range: 02.0W Meridian: U	COUNTY: DUCHESNE	
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input checked="" type="checkbox"/> SPUD REPORT Date of Spud: 9/18/2013			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Drilling Contractor: Triple A Drilling LLC; Rig #: TA 4037; Rig Type: Soilmec SR/30; Spud Date: 9/18/13; Spud Time: 8:30 AM; Conductor Size: 16"; Hole Size: 26"; Commence Drilling approximate start date: 10/1/2013

**Accepted by the
 Utah Division of
 Oil, Gas and Mining
 FOR RECORD ONLY
 September 18, 2013**

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 9/18/2013

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: KILLIAN 34-12	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013504070000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: WILDCAT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2279 FSL 0711 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 34 Township: 02.0S Range: 02.0W Meridian: U	COUNTY: DUCHESNE	
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR	
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE	
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 9/30/2013	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK	
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON	
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

This well was spud in September 2013.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 October 08, 2013

NAME (PLEASE PRINT) Christina Hirtler	PHONE NUMBER 303 312-8597	TITLE Administrative Assistant
SIGNATURE N/A		DATE 10/4/2013

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# PRECISION 406
Submitted By JEREMY MEJORA Phone Number 970-623-7078
Well Name/Number KILLIAN 34-12
Qtr/Qtr NW/SW Section 34 Township 2S Range 2W
Lease Serial Number _____
API Number 43-013-50407

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time 10/01/2013 6:00PM AM ☐ PM ☒

Casing – Please report time casing run starts, not cementing times.

- ☐ Surface Casing
- ☐ Intermediate Casing
- ☐ Production Casing
- ☐ Liner
- ☐ Other

Date/Time _____ AM ☐ PM ☐

BOPE

- ☐ Initial BOPE test at surface casing point
- ☐ BOPE test at intermediate casing point
- ☐ 30 day BOPE test
- ☐ Other

Date/Time _____ AM ☐ PM ☐

Remarks _____

RECEIVED

OCT 03 2013

DIV. OF OIL, GAS & MINING

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# pd 406
 Submitted By JET LORENZEN Phone Number 970-623-7078
 Well Name/Number KILLIAN 34-12
 Qtr/Qtr NW/SW Section 34 Township 2S Range 2W
 Lease Serial Number FEE
 API Number 43-013-~~50407~~ 50407

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time _____ AM ☐ PM ☐

Casing – Please report time casing run starts, not cementing times.

- ☒ Surface Casing
☐ Intermediate Casing
☐ Production Casing
☐ Liner
☐ Other

Date/Time 10/04/2013 14:00 AM ☐ PM ☒

BOPE

- ☐ Initial BOPE test at surface casing point
☒ BOPE test at intermediate casing point
☐ 30 day BOPE test
☐ Other

RECEIVED
 OCT 04 2013

DIV. OF OIL, GAS & MINING

Date/Time 10/05/2013 18:00 AM ☐ PM ☒

Remarks _____

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# PD 406
 Submitted By JET LORENZEN Phone Number 970-623-7078
 Well Name/Number KILLIAN 34-12
 Qtr/Qtr NW/SW Section 34 Township 2S Range 2W
 Lease Serial Number FEE
 API Number ~~43-013-04070000~~ 4301350407

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time _____ AM ☐ PM ☐

Casing – Please report time casing run starts, not cementing times.

- ☐ Surface Casing
- ☒ Intermediate Casing
- ☐ Production Casing
- ☐ Liner
- ☐ Other

Date/Time 10/12/2013 09:00 AM ☒ PM ☐

BOPE

- ☐ Initial BOPE test at surface casing point
- ☐ BOPE test at intermediate casing point
- ☐ 30 day BOPE test
- ☐ Other

RECEIVED

OCT 12 2013

DIV. OF OIL, GAS & MINING

Date/Time _____ AM ☐ PM ☐

Remarks _____

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: KILLIAN 34-12	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013504070000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: WILDCAT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2279 FSL 0711 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 34 Township: 02.0S Range: 02.0W Meridian: U	COUNTY: DUCHESNE	
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR	
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE	
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 10/31/2013	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK	
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON	
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input type="text"/>	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Attached is the October 2013 Drilling Activity for this well.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 November 05, 2013

NAME (PLEASE PRINT) Christina Hirtler	PHONE NUMBER 303 312-8597	TITLE Administrative Assistant
SIGNATURE N/A	DATE 11/4/2013	

**Killian 34-12 10/1/2013 06:00 - 10/2/2013 06:00**

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	4.00	10:00	1	RIGUP & TEARDOWN	RIG UP FLARE LINES AND FLOOR
10:00	4.00	14:00	14		WELD ON NIPPLE UP CONDUCTOR
14:00	3.50	17:30	22		SET PIPE RACKS, UNLOAD CASING, SET UP BHA, AND STRAP
17:30	2.50	20:00	6	TRIPS	PICK UP BHA, ORENTATE MWD.
20:00	0.50	20:30	22	OPEN	UNPLUG FLOW LINE. CEMENT CONTAMINATED MUD
20:30	3.25	23:45	2	DRILL ACTUAL	SPUD 12 1/4" SURFACE HOLE DRLG F/ 137' TO 382' @ 75 FPH
23:45	0.25	00:00	7	LUBRICATE RIG	RIG SERVICE. P/U AIR SPINNERS
00:00	0.50	00:30	14	NIPPLE UP B.O.P	INSTALL RORTAING HEAD
00:30	1.00	01:30	2	DRILL ACTUAL	DRLG F/ 382' TO 504' @ 122 FPH
01:30	0.50	02:00	20	DIRECTIONAL WORK	TROUBLE SHOOT MWD. NOTHING WORKING
02:00	4.00	06:00	2	DRILL ACTUAL	DRLF F/ 504' TO 850' (346' IN 4 HR = 86.5 FPH) SLIDE: 8' IN .25 HR = 32 FPH, ROTATE: 338' IN 3.75 HR = 90.1 FPH. WHILE DRLG W/ 14# MUD HIT WATER FLOW @ 475' RASING WT. TO KILL.

Killian 34-12 10/2/2013 06:00 - 10/3/2013 06:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	11.00	17:00	2	DRILL ACTUAL	DRLG F/ 850' TO 1537' (687' IN 11 HR = 62.5 FPH) SLIDE: 8' IN .25 HR = 32 FPH, ROTATE: 679' IN 11.75 HR = 64.7 FPH.
17:00	0.50	17:30	7	LUBRICATE RIG	RIG SERVICE WORK ON #1 PUMP.
17:30	4.50	22:00	2	DRILL ACTUAL	DRLG F/ 1537' TO 1600' (63' IN 4.5 HR = 14 FPH) SLIDE: 8' IN .75 HR = 10.7 FPH, ROTATE : 55' IN 3.75 HR = 14.6 FPH. DRLG W/ 1 PUMP GO THOUGH #1 PUMP TWICE.
22:00	0.25	22:15	7	LUBRICATE RIG	RIG SERVICE
22:15	0.75	23:00	22	OPEN	WO. #2 PUMP X/O 4 VALVES AND SEATS
23:00	7.00	06:00	2	DRILL ACTUAL	DRLG F/ 1600' TO 1750' (150' IN 7 HR = 21.4 FPH) SLIDE: 10' IN .75 HR = 13.3 FPH, ROTATE: 140' IN 6.25 HR = 22.4 FPH. WATER FLOW STOPPED @ 16.2 PPG, RAISE WT TO 16.6 F/ SAFTEY FACTOR

Killian 34-12 10/3/2013 06:00 - 10/4/2013 06:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	9.50	15:30	2	DRILL ACTUAL	DRLG 12 1/4" HOLE F/ 1750 TO 1938' (188' IN 9.5 HR = 19.8 FPH)
15:30	0.50	16:00	7	LUBRICATE RIG	RIG SERVICE
16:00	3.00	19:00	2	DRILL ACTUAL	DRLG F/ 1938' TO 2005' @ 22.3 FPH
19:00	0.50	19:30	5	COND MUD & CIRC	CIRC LCM SWEEP,
19:30	0.25	19:45	7	LUBRICATE RIG	RIG SERVICE
19:45	4.25	00:00	6	TRIPS	SHORT TRIP TO DCS
00:00	5.00	05:00	3	REAMING	REAM BACK IN HOLE F/ 930' TO 1700'. VERY LARGE CAVINGINGS COMING OVER SHAKERS
05:00	0.50	05:30	22	OPEN	WORK ON PUMPS, WASHED SEAT, ROCKS UNDER VALVES
05:30	0.50	06:00	3	REAMING	CONTINUE REAMING TO 1800'

Killian 34-12 10/4/2013 06:00 - 10/5/2013 06:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	3	REAMING	REAM TO BOTTOM F/ 1800' TO 2005'
07:00	0.50	07:30	5	COND MUD & CIRC	CIRC. COND. F/CASING
07:30	2.50	10:00	6	TRIPS	SHORT TO HWDP
10:00	1.00	11:00	5	COND MUD & CIRC	CIRC. COND F/ CASING
11:00	3.00	14:00	6	TRIPS	TOOH, LD 8" TOOLS

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
14:00	4.00	18:00	12	RUN CASING & CEMENT	HSM RIG UP WEATHERFORD AND RUN CASING FS (1.00) SHOE JT (38.89), FC (1.00), 48 JTS 9 5/8" 36# J55 ST&C CASING (1959.08). LANDED @ 1995' MADE UP W/ BESTOLIFE DOPE TO 3940 FT/LB
18:00	3.00	21:00	12	RUN CASING & CEMENT	HSM, SWAP HES AND CEMENT. 40 BL TUNED SPACER, 1035 SK HLC PREMIUM 223 BLS 173 1.21 YEILD W/.5 LB POLKY-E-FLAKE, .5 LBM KWIK SEAL, .5 CFR-3, 15.4 LB HI DENSE #4, .4% HR-5. DISPLACED W/ 151 BLS H2O. BUMP PLUG. FLOATS HELD. GOOD RETURNS ON WHOLE JOB. 114 BLS CEMENT TO SURFACE. CEMENT DID NOT FALL.
21:00	0.50	21:30	15	TEST B.O.P	TEST CASING TO 1500# F/ 30 MINS.
21:30	4.00	01:30	13	WAIT ON CEMENT	WOC
01:30	4.50	06:00	15	TEST B.O.P	CUT OFF AND WELD ON WELL HEAD. WATER FLOWIN FROM MOUSE HOLE. PUMPING OUT CELL WHILE WELDING. SHALLOW FW SPRING PRESENT PRIOR TO SPUD.

Killian 34-12 10/5/2013 06:00 - 10/6/2013 06:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	10.00	16:00	14	NIPPLE UP B.O.P	NIPPLE UP BOP
16:00	5.00	21:00	15	TEST B.O.P	TEST BOP, TEST ALL RAMS AND VALVES TO 10,000# F/ 10 MINS. TEST ANNULAR TO 2500# F/ 10 MINS. TEST VARIABLES W/ 4" PIPE ALSO .
21:00	0.50	21:30	14	NIPPLE UP B.O.P	INSTALL WEAR BUSHING
21:30	0.25	21:45	7	LUBRICATE RIG	RIG SERVICE
21:45	2.25	00:00	6	TRIPS	PICK UP BHA, TIH
00:00	1.75	01:45	9	CUT OFF DRILL LINE	CUT DRLG LINE
01:45	0.25	02:00	6	TRIPS	TIH
02:00	1.00	03:00	22	OPEN	DRLG CEMENT TO 2020'
03:00	0.25	03:15	22	OPEN	EMW 420 PSI @ 2020' = 12.5
03:15	2.75	06:00	2	DRILL ACTUAL	DRLG 8 3/4" HOLE F/ 2005' TO 2400' (395' IN 2.75 HR = 143.6 FPH) SLIDE 14' IN .5 HR = 28 FPH, ROTATE: 381' IN 2.25 HR = 169.3 FPH.

Killian 34-12 10/6/2013 06:00 - 10/7/2013 06:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	11.00	17:00	2	DRILL ACTUAL	DRLG 8 3/4" HOLE F/ 2400' TO 4321' (1921' IN 11 HR = 174.6 FPH) SLIDE: 19' IN .5 HR = 38 FPH, ROTATE: 1902' IN 10.5 HR 181.1 FPH.
17:00	0.50	17:30	7	LUBRICATE RIG	RIG SERVICE
17:30	5.00	22:30	2	DRILL ACTUAL	DRLG F/ 4321' TO 5092' (771' IN 5 HR = 154.2 FPH) SLIDE: 18' IN .75 HR = 24 FPH, ROTATE: 753' IN 4.25 HR = 177.2 FPH.
22:30	0.25	22:45	7	LUBRICATE RIG	RIG SERVICE
22:45	0.25	23:00	20	DIRECTIONAL WORK	REBOOT MWD
23:00	5.00	04:00	2	DRILL ACTUAL	DRLG F/ 5092' TO 5625' (533' IN 5 HR = 106.6 FPH) SLIDE: 30' IN 1 HR = 30 FPH, ROTATE: 503' IN 4 HR = 123.8 FPH.
04:00	0.75	04:45	22	OPEN	SWAB OUT ON #2 PUMP. 4" VALVE WASED COULD NOT ISOLATE TO WORK ON IT.
04:45	0.50	05:15	2	DRILL ACTUAL	DRLG F/ 5625' TO 5670' @ 90 FPH ROTATING
05:15	0.25	05:30	20	DIRECTIONAL WORK	SURVEY 2 TIMES
05:30	0.50	06:00	2	DRILL ACTUAL	DRLG F/ 5670 TO 5690' @ 40 FPH ROTATING W/ 1 PUMP REPAIRING WASH IN MODULE ON #2 PUMP.

Killian 34-12 10/7/2013 06:00 - 10/8/2013 06:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	0.50	06:30	1	RIGUP & TEARDOWN	POWER UP MWD TOOL
06:30	11.00	17:30	2	DRILL ACTUAL	DRLG F/ 5690 TO 6340' (650' IN 11 HR = 59.1 FPH) SLIDE: 23' IN 1.5 HR = 15.33 FPH, ROTATE: 627' IN 9.5 HR = 66 FPH. HIT WATER FLOW @ 5850' SMELLED LIKE AMMONIA. RAISE WT TO 10.8 TO STOP FLOW.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
17:30	0.50	18:00	7	LUBRICATE RIG	RIG SERVICE
18:00	5.75	23:45	2	DRILL ACTUAL	DRLG F/ 6340 TO 6527' (187' IN 5.75 HR = 35.6 FPH) SLIDE: 20' I 1.5 HR 13.3 FPH, ROTATE: 167' IN 4.25 HR = 39.3 FPH.
23:45	0.25	00:00	7	LUBRICATE RIG	RIG SERVICE
00:00	6.00	06:00	2	DRILL ACTUAL	DRLG F/ 6527' TO 6750' (223' IN 6 HR = 37.2 FPH) SLIDE: 6' IN .5 HR = 12 FPH, ROTATE: 217' IN 5.5 HR = 39.5 FPH.

Killian 34-12 10/8/2013 06:00 - 10/9/2013 06:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	8.50	14:30	2	DRILL ACTUAL	DRLG F/ 6750' TO 7109' (359' IN 8.5 HR = 42.2 FPH) SLIDE: 20' IN 1.25 HR = 16 FPH, ROTATE: 339' IN 7.25 HR = 46.8 FPH.
14:30	0.50	15:00	7	LUBRICATE RIG	RIG SERVICE
15:00	7.25	22:15	2	DRILL ACTUAL	DR4LG F/ 7109' TO 7398' (289' IN 7.25 HR 39.9 FPH) SLIDE: 30' IN 3.25 HR = 9.3 FPH, ROTATE: 259' IN 4 HR = 64.8 FPH.
22:15	0.25	22:30	7	LUBRICATE RIG	RIG SERVICE
22:30	7.50	06:00	2	DRILL ACTUAL	DRLG F/ 7398' TO 7690' (292' IN 7.5 HR = 38.9 FPH) SLIDE: 30' IN 2.5 HR = 12 FPH.

Killian 34-12 10/9/2013 06:00 - 10/10/2013 06:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	10.00	16:00	2	DRILL ACTUAL	DRLG F/ 7690' TO 8166' (476' IN 10 HR = 47.6 FPH) SLIDE: 33' IN 3.75 HR = 8.8 FPH, ROTATE: 443' IN 6.25 HR = 70.9 FPH.
16:00	0.50	16:30	7	LUBRICATE RIG	RIG SERVICE
16:30	6.50	23:00	2	DRILL ACTUAL	DRLG F/ 8166' TO 8454' (288' IN 6.5 HR = 44.3 FPH) SLIDE: 44' IN 3 HR = 14.6 FPH, ROTATE: 244' IN 3.5 HR = 69.7 FPH
23:00	0.25	23:15	7	LUBRICATE RIG	RIG SERVICE
23:15	6.75	06:00	2	DRILL ACTUAL	DRLG F/ 8454' TO 8750' (296' IN 6.75 HR = 43.9 FPH) SLIDE: 39' IN 3 HR = 13 FPH, ROTATE: 257' IN 3.75 HR = 68.5 FPH

Killian 34-12 10/10/2013 06:00 - 10/11/2013 06:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	6.50	12:30	2	DRILL ACTUAL	DRLG F/ 8750 TO 9065' (315' IN 6.5 HR = 48.5 FPH) SLIDE: 23' IN 2.25 HR = 10.2 FPH, ROTATE: 292' IN 4.235 HR = 68.7 FPH. TD 8 3/4" INTRMEDIATE HOLE
12:30	0.50	13:00	7	LUBRICATE RIG	RIG SERVICE
13:00	0.50	13:30	5	COND MUD & CIRC	CIRC. LCM SWEEP,
13:30	1.50	15:00	6	TRIPS	TOOH. SHORT TRIP TO SHOE
15:00	1.50	16:30	3	REAMING	BACK REAM OUT OF HOLE. F/ 6352' TO 9291'
16:30	5.50	22:00	6	TRIPS	CONTINUE SHORT TRIP
22:00	1.00	23:00	5	COND MUD & CIRC	CIRC. COND F/ LOGS. PUMP LCM SWEEP
23:00	0.25	23:15	7	LUBRICATE RIG	RIG SERVICE
23:15	3.50	02:45	6	TRIPS	SHORT TRIP TO 4000'
02:45	1.25	04:00	5	COND MUD & CIRC	CIRC. COND F/ LOGS
04:00	2.00	06:00	6	TRIPS	TOOH F/ LOGS

Killian 34-12 10/11/2013 06:00 - 10/12/2013 06:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.00	09:00	6	TRIPS	TOOH L/D DIRCTIONAL TOOLS
09:00	7.00	16:00	11	WIRELINE LOGS	HSM, RIG HES AND LOG. LOGGERS TD 9072'. TRIPLE COMBO F/ 9072' TO SURFACE CASING. ICT, 1DT, WSTT F/ 9072' TO 7500'
16:00	0.50	16:30	14	NIPPLE UP B.O.P	PULL WEAR BUSHING

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
16:30	0.50	17:00	7	LUBRICATE RIG	RIG SERVICE
17:00	4.00	21:00	6	TRIPS	TIH
21:00	2.00	23:00	5	COND MUD & CIRC	CIRC. COND F/ CASING. LOTS OF CRUDE AND PARRIFFINE. 10" FLARE ON BOTTOMS UP.
23:00	7.00	06:00	6	TRIPS	LDDP AND DCS

Killian 34-12 10/12/2013 06:00 - 10/13/2013 06:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	10.00	16:00	12	RUN CASING & CEMENT	HSM, RIG UP AND RUN CASING. FS (1.00), SHOE JT (45.39), FC (1.00), 200JT 7" 26# P110 LT&C CASING (8982.57") PUP (4.00), LANDING MANDRELL (1.20), LANDING JT (22.50). LANDED @ 9054'. MADE UP W/ BESTOLIFE DOPE TO 6930 FT/LB.
16:00	2.00	18:00	5	COND MUD & CIRC	CIRC. COND F/ CEMENT 7 BLS/ MIN LOSING MUD @ 1 BL/ MIN
18:00	3.00	21:00	12	RUN CASING & CEMENT	HSM SWAP HES AND CEMENT. 60 BLS TUNED SPACER, 745 SKS TUNED LIGHT 243 BL 12# 1.83 YEILD W/ .25 LB POLY-E-FLAKE, .2% ECONOLITE, .2% HR-5, 8 LB LIME. TAILED W/ 275 SKS ECONOCHEM 71 BLS 13.5# 1.45 YEILD W/ .125 LB POLY -E-FLAKE 1 LB GRANULITE, .1% SA 1015, DISPLACE W/ 344 BLS 11# DRLG MUD. BUMP PLUG. FLOATS HELD. GOT TRACES OF CEMENT TO SURFACE.
21:00	0.50	21:30	15	TEST B.O.P	TEST CASING 300# F/ 30 MINS.
21:30	1.75	23:15	14	NIPPLE UP B.O.P	SET BIT GUIDE AND PACK OFF.
23:15	0.25	23:30	7	LUBRICATE RIG	RIG SERVICE
23:30	0.50	00:00	22	OPEN	X/O BAILS AND SAVER SUB
00:00	6.00	06:00	20	DIRECTIONAL WORK	WO DIRCTIONAL TOOLS DID NOT HAVE A PIECE OF PROB. PICK UP BHA AND RACKBACK IN DERRICK WHILE WAITING.

Killian 34-12 10/13/2013 06:00 - 10/14/2013 06:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	20	DIRECTIONAL WORK	WO MWD
07:00	0.50	07:30	7	LUBRICATE RIG	RIG SERVICE
07:30	8.00	15:30	6	TRIPS	P/U MWD ORENTATE, P/U 4" DP
15:30	1.00	16:30	22	OPEN	DRLG CEMENT
16:30	0.50	17:00	15	TEST B.O.P	EMW 1400 PSI W/ 11# MUD = 14#
17:00	0.75	17:45	2	DRILL ACTUAL	DRLG 6 1/8" HOLE F/ 9065' TO 9168' @137.3 FPH ROTATING
17:45	0.50	18:15	7	LUBRICATE RIG	RIG SERVICE
18:15	11.25	05:30	2	DRILL ACTUAL	DRLG F/ 9168 TO 9750' (582' I 11.25 HR = 51.7 FPH) SLIDE:73' IN 5.75 HR = 12.7 FPH, ROTATE: 509' IN 5.5 HR = 92.5 FPH

Killian 34-12 10/14/2013 06:00 - 10/15/2013 06:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	6.00	12:00	2	DRILL ACTUAL	DRLG F/ 9750' TO 10025' (275' IN 6 HR = 45.8 FPH) SLIDE:26' IN 3 HR = 8.7 FPH, ROTATE: 249' IN 3 HR = 83 FPH.
12:00	0.50	12:30	7	LUBRICATE RIG	RIG SERVICE
12:30	9.25	21:45	2	DRILL ACTUAL	DRLG F/ 10025' TO 10595 (570' IN 9.25 HR = 61.6 FPH) SLIDE: 21' IN 2 HR = 10.5 FPH, ROTATE:549' IN 4.75 HR = 115.5 FPH)
21:45	0.25	22:00	7	LUBRICATE RIG	RIG SERVICE
22:00	8.00	06:00	2	DRILL ACTUAL	DRLG F/ 10595' TO 11160' @ 70.6 FPH

Killian 34-12 10/15/2013 06:00 - 10/16/2013 06:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	5.50	11:30	2	DRILL ACTUAL	W/290 GPM, 45 RPM, 18K WT ON BIT, 200-350 DIFF PRESS, 8K TQ

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
11:30	1.00	12:30	5	COND MUD & CIRC	CIRC PUMP HIGH VIS SWEEP
12:30	2.00	14:30	6	TRIPS	T.O.O.H. F/11385' T/8990'
14:30	1.00	15:30	9	CUT OFF DRILL LINE	CUT & SLIP DRILL LINE
15:30	1.00	16:30	6	TRIPS	T.I.H.
16:30	3.50	20:00	5	COND MUD & CIRC	CIRC 2 FULL CIRC - RAISE VIS FOR LOGS
20:00	0.25	20:15	7	LUBRICATE RIG	RIG SERVICE
20:15	5.25	01:30	6	TRIPS	T.O.O.H. - (SLM)
01:30	0.50	02:00	20	DIRECTIONAL WORK	L/D DIR TOOLS
02:00	4.00	06:00	11	WIRELINE LOGS	R/U LOGGERS & LOG

Killian 34-12 10/16/2013 06:00 - 10/17/2013 06:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	4.75	10:45	11	WIRELINE LOGS	LOGGING - R/D LOGGERS
10:45	5.50	16:15	6	TRIPS	T.I.H. F/0' T/11385'
16:15	0.25	16:30	7	LUBRICATE RIG	RIG SERVICE
16:30	1.50	18:00	5	COND MUD & CIRC	CIRC & COND MUD PUMP 2 HIGH VIS SWEEPS
18:00	6.00	00:00	6	TRIPS	T.O.O.H. - L/D DRILL COLLARS
00:00	4.00	04:00	12	RUN CASING & CEMENT	S/M - R/U CSG CREW & RUN 57 JOINTS 4.5" 13.5# P-110 CSG - R/D CSG CREW
04:00	2.00	06:00	12	RUN CASING & CEMENT	T.I.H. WITH DP TO SET LINER HANGER

Killian 34-12 10/17/2013 06:00 - 10/18/2013 06:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.75	08:45	12	RUN CASING & CEMENT	T.I.H W/ LINER F/4010' T/8990'
08:45	1.00	09:45	5	COND MUD & CIRC	CIRC B/U @ 7" CSG SHOE
09:45	2.25	12:00	12	RUN CASING & CEMENT	T.I.H. W// LINER F/8990' T/11364'
12:00	0.75	12:45	5	COND MUD & CIRC	CIRC & COND MUD
12:45	0.25	13:00	7	LUBRICATE RIG	RIG SERVICE
13:00	1.25	14:15	5	COND MUD & CIRC	CIRC & COND MUD
14:15	5.25	19:30	12	RUN CASING & CEMENT	S/M - R/U CEMENTERS - TEST LINES @ 9500 PSI - PUMP 40 BBLS 13.5 PPG TUNED SPACER, 71 BBLS 260 SKS 15.8 PPG 1.53 YIELD LEAD CEMENT MIXED @ 6.17 GAL/SK - SHUT DOWN WASH LINES DROP PLUG & DISPLACE WITH 40 BBLS CLAY-WEB WATER, 93 BBLS DRILLING MUD - BUMP PLUG AND PRESSURE UP TO 4200 PSI - RELEASE PRESSURE FLOATS HELD - DROP BALL PRESSURE UP BURST DISK & SET LINER HANGER @ 8500 PSI - PULL PUSH TEST ON LINER - CIRC OUT CEMENT 20 BBLS CEMENT TO SURFACE - TEST LINER SEAL @ 2500 PSI 10 MIN - CIRC HOLE WITH CLAY-WEB WATER - R/D CEMENTERS
19:30	9.00	04:30	6	TRIPS	L/D DRILL PIPE
04:30	0.50	05:00	21	OPEN	FILL HOLE WITH CLAY-WEB WATER
05:00	1.00	06:00	14	NIPPLE DOWN B.O.P	NIPPLE DOWN BOP

Killian 34-12 10/18/2013 06:00 - 10/18/2013 13:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	7.00	13:00	14	NIPPLE DOWN B.O.P	CLEAN MUD TANKS WHILE NIPPLEING DOWN BOP - RIG RELEASED @ 1300 HRS 10/19/13 - MOVING RIG 10/19-10/20 LAST LOAD OFF LOCATION @ 1200 HRS 10/20/13

Killian 34-12 10/22/2013 06:00 - 10/23/2013 06:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	LOCL	Lock Wellhead & Secure	WSI And Secured. Construction Crew Working On Facilities.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
07:00	3.00	10:00	IWHD	Install Wellhead	Safety Meeting With Cameron, Check Surface Casing & 5.5" For Pressure, 0 Psi On Both Sides. N/D 11" Night Cap, Cleaned And Dressed Up 5.5" Csg Top, Set And N/U 11" x 7 1/16" 10k Tbg. Head With 2 1/16" x 10k Gate Valves. Tested Hanger Seals To 7100 Psi, Good Test. Secured Well Head With 7" 10K Night Cap.
10:00	20.00	06:00	LOCL	Lock Wellhead & Secure	WSI And Secured. Construction Crew Working On Facilities.

Killian 34-12 10/23/2013 06:00 - 10/24/2013 06:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	LOCL	Lock Wellhead & Secure	WSI And Secured With NightCap. HES Logging Crew Arrive On Location, Hold Safety Meeting, Prep Logging Tool.
07:00	18.00	01:00	LOGG	Logging	P/U Junk Basket/Gauge Ring. RIH, Tagged Up At 11,181', Drilling Report Shows FC At 11,275', 94' Of Fill. POOH, P/U RBT/RMT Tool, Rih To PBTD, 11,181', Run Repeat Section From 10,979 - 10,745'. Log Up Hole. Correlated To HES SD/DSN Log Dated 10-11-2013. Showed Good To Decent To Ok Bond From TD To Liner Top. Got Ratty To Ok To 4,257'. TOC 4,257'. Ran With Pressure. RBT Ran To Surface, RMT To 3000'. POOH. RD Equipment, MOL.
01:00	5.00	06:00	LOCL	Lock Wellhead & Secure	WSI And Secured.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well		8. WELL NAME and NUMBER: KILLIAN 34-12
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013504070000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		9. FIELD and POOL or WILDCAT: WILDCAT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2279 FSL 0711 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 34 Township: 02.0S Range: 02.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> WILDCAT WELL DETERMINATION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 11/15/2013	<input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF		
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input checked="" type="checkbox"/> PRODUCTION START OR RESUME		
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

THIS WELL HAD FIRST PRODUCTION ON 11/15/2013 AND FIRST OIL
SALES ON 11/17/2013

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
November 18, 2013

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 11/18/2013

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9			
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE			
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:			
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:			
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: KILLIAN 34-12			
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2279 FSL 0711 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 34 Township: 02.0S Range: 02.0W Meridian: U		9. API NUMBER: 43013504070000			
PHONE NUMBER: 303 312-8134 Ext		9. FIELD and POOL or WILDCAT: WILDCAT			
COUNTY: DUCHESNE		STATE: UTAH			
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA					
TYPE OF SUBMISSION	TYPE OF ACTION				
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 11/20/2013 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<table style="width: 100%; border: none;"> <tr> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input checked="" type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/> </td> </tr> </table>		<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input checked="" type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input checked="" type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>			
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.					
<p>BBC hereby requests permission to flare this well above the allowable 3000 MCFPM for first full month of production: December 2013. This well is currently producing 1030 BO, 389 BW, 804 MCF. BBC has flared 2760 MCF MTD as of 11/18/13, after 4 days production. This is a new completion & began flowback on 11/15/13. The well is currently flowing naturally & BBC believes shutting in the well could damage the reservoir & future production potential. The well has recovered only 36% of completion fluid load. The gas will be sold to Kinder Morgan who is currently building the pipeline and working from both ends. Pipeline was delayed due to right of way agreements. Construction is anticipated to be completed by the beginning of December 2013. BBC is requesting flare approval above the 3000 MCFPM for December 2013 allowing for potential construction delays & will flow to KM immediately.</p>					
<div style="text-align: right;"> <p>Approved by the Utah Division of Oil, Gas and Mining</p> <p>Date: November 21, 2013</p> <p>By: <u><i>Derek Duff</i></u></p> </div>					
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst			
SIGNATURE N/A	DATE 11/20/2013				



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Sundry Conditions of Approval Well Number 43013504070000

Approval valid for 30 days, up to 50 MMCF or until pipeline is completed. Any actions that can be taken to conserve the gas without harming the reservoir or future production should be taken.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: KILLIAN 34-12	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013504070000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: WILDCAT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2279 FSL 0711 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 34 Township: 02.0S Range: 02.0W Meridian: U	COUNTY: DUCHESNE	
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR	
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE	
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 11/30/2013	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK	
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON	
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

November 2013 monthly drilling activity report is attached

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 December 03, 2013

NAME (PLEASE PRINT) Christina Hirtler	PHONE NUMBER 303 312-8597	TITLE Administrative Assistant
SIGNATURE N/A		DATE 12/3/2013

**Killian 34-12 11/8/2013 06:00 - 11/9/2013 06:00**

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	SPOT AND PLUMB IN FB EQUIP. FILLING FRAC LINE.

Killian 34-12 11/11/2013 06:00 - 11/12/2013 06:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	HSM. CHECK PRESSURES. ND NIGHT CAP. NU 7" 10K FRAC VALVES, FRAC HEAD, ISOLATION VALVES, AND DSA. HOOK UP TO FB EQUIP. PRES TEST CSG, VALVES, AND FB EQUIP. SET HES MANIFOLD.

Killian 34-12 11/13/2013 06:00 - 11/14/2013 06:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	HEAT FRAC LINE

Killian 34-12 11/14/2013 06:00 - 11/15/2013 06:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL. HSM
07:00	2.00	09:00	SRIG	Rig Up/Down	SPOT AND RU SLB WITH 5" 10K LUBE AND EQUIP.
09:00	1.00	10:00	PFRT	Perforating	PU GUNS FOR STG 1. RIH AND CORRELATE TO LT AT 8843. RUN DOWN AND PERF CR-4A FORM 10,723'-10,975' WITH 45 HOLES IN 15' NET. POOH AND VERIFY ALL GUNS SHOT. SHUT WELL IN.
10:00	4.00	14:00	SRIG	Rig Up/Down	MIRU HES FRAC FLEET.
14:00	16.00	06:00	LOCL	Lock Wellhead & Secure	WELL SECURE FOR NIGHT.

Killian 34-12 11/15/2013 06:00 - 11/16/2013 06:00

API/UWI 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status DRILLING	Total Depth (ftKB) 11,385.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	0.42	06:25	SMTG	Safety Meeting	HES AOL 06:00. PRIME UP PUMPS AND CHEMS. HSM. RED ZONE, HIGH PRESSURES, PARKING, PERFORATING, SMOKING, PPE, ESCAPE ROUTES.
06:25	1.67	08:05	FRAC	Frac. Job	FRAC STG #1- CR 4A FORM 10,723'-10,975'. PRESSURE TEST LINES TO 8700 PSI. OPEN WELL W/ 88 PSI AT 06:23 BREAK DOWN 6728 PSI AT 9.4 BPM. PMP 3900 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 9.9 BPM AT 5858 PSI. FLUSH W/ 15,378 GAL. 32.8 BPM AT 6294 PSI. ATTEMPT BALL OUT. SHUT DOWN PMP. SURGE 3X. WAIT 20 MIN FOR BALLS TO FALL. STAGE FR PAD. STABLE RATE OF 69.0 BPM AT 6459 PSI. ISDP 5293. FG .93. PERFS OPEN 40/45. CONT FR PAD. 69.8 BPM AT 6535 PSI. STAGE TO 1# 100 MESH. 59.3 BPM AT 6316 PSI. ON PERFS 65.7 BPM AT 6739 PSI. STAGE TO 2# 20/40 SLC. 65.9 BPM AT 6952 PSI. ON PERFS 66.2 BPM AT 6480 PSI. RAMP 2#-4# 20/40 SLC. 67.2 BPM AT 5793 PSI. ON PERFS 69.9 BPM AT 5971 PSI FLUSH 69.0 BPM AT 6724 PSI. (SPOT 500 GAL HCL ON STG 2 PERFS IN FLUSH) WSI WITH 5285 PSI. ISDP 5249, FG .92, MR 70.1 BPM, MP 7277 PSI, AR 66.3 BPM, AP 6280 PSI, PMP 14,800 LBS 100 MESH AND 140,500 LBS 20/40 SLC (155,300 LBS PROP) SLK WTR 59,395 GAL, 25# HYBOR G (21) 66,696 GAL TOTAL FLUID 130,491 GAL, BWTR 3100 BBLS.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
08:05	2.42	10:30	PFRT	Perforating	PERF STG #2- PU HES 4-1/2" CFP AND GUNS FOR STAGE 2 INTO LUB AND EQUALIZE 5000 PSI. OPEN WELL AND RIH. AT 1000' COULD NOT FIND PLUG SWITCH. POOH AND REPAIR. PU CFP AND GUNS INTO LUBE. EQUALIZE 5000 PSI AND OPEN WELL. RIH AND CORRELATE TO LT AT 8842'. RUN DOWN AND SET CFP AT 10,706' WITH 5000 PSI. PULL UP AND PERF CR-4 AND CR-4A FORM 10,393'-10,686' WITH 45 HOLES IN 15' NET. POOH AND VERIFY ALL GUNS SHOT. TURN WELL OVER TO HES WITH 4900 PSI.
10:30	1.53	12:02	FRAC	Frac. Job	FRAC STG #2- CR CR-4 AND CR-4A FORM 10,393'-10,686'. PRESSURE TEST LINES TO 8700 PSI. OPEN WELL W/ 4941 PSI AT 10:32 BREAK DOWN 7511 PSI AT 9.6 BPM. PMP 3400 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 10.4 BPM AT 5213 PSI. FLUSH W/ 15,172 GAL. 33.5 BPM AT 5712 PSI. ATTEMPT BALL OUT. SHUT DOWN PMP. SURGE 3X. WAIT 15 MIN FOR BALLS TO FALL. STAGE FR PAD. STABLE RATE OF 60.4 BPM AT 6512 PSI. ISDP 5150. FG .93. PERFS OPEN 30/45. CONT FR PAD. 70.0 BPM AT 6894 PSI. STAGE TO 1# 100 MESH. 69.8 BPM AT 6883 PSI. ON PERFS 70.0 BPM AT 6553 PSI. STAGE TO 2# 20/40 SLC. 69.6 BPM AT 6590 PSI. ON PERFS 70.0 BPM AT 5954 PSI. RAMP 2#-4# 20/40 SLC. 70.0 BPM AT 6274 PSI. ON PERFS 70.4 BPM AT 5480 PSI FLUSH 70.3 BPM AT 6650 PSI. (SPOT 500 GAL HCL ON STG 3 PERFS IN FLUSH) WSI WITH 5083 PSI. ISDP 5108, FG .92, MR 70.4 BPM, MP 6898 PSI, AR 69.9 BPM, AP 6122 PSI, PMP 16,000 LBS 100 MESH AND 150,600 LBS 20/40 SLC (166,600 LBS PROP) SLK WTR 58,538 GAL, 22# HYBOR G (18) 70,908 GAL TOTAL FLUID 133,346 GAL, BWTR 3175 BBLS.
12:02	1.66	13:42	PFRT	Perforating	PERF STG #3- PU HES 4-1/2" CFP AND GUNS FOR STAGE 3 INTO LUB AND EQUALIZE 4300 PSI. OPEN WELL AND RIH. CORRELATE TO LT AT 8842'. RUN DOWN AND SET CFP AT 10,372' WITH 4300 PSI. PULL UP AND PERF CR-3 AND CR-4 FORM 10,040'-10,352' WITH 45 HOLES IN 15' NET. POOH AND VERIFY ALL GUNS SHOT. TURN WELL OVER TO HES WITH 4200 PSI.
13:42	1.74	15:26	FRAC	Frac. Job	FRAC STG #3- CR-3 AND CR-4 FORM 10,040'-10,352'. PRESSURE TEST LINES TO 8700 PSI. (TWIST DRIVELINE ON 1 PUMP AS PRESSURE TEST, 7 PUMPS ONLINE NOW) OPEN WELL W/ 4860 PSI AT 13:47 BREAK DOWN 5181 PSI AT 9.6 BPM. PMP 3400 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 10.5 BPM AT 4974 PSI. FLUSH W/ 14,950 GAL. 33.5 BPM AT 5566 PSI. ATTEMPT BALL OUT. SHUT DOWN PMP. SURGE 3X. WAIT 15 MIN FOR BALLS TO FALL. STAGE FR PAD. STABLE RATE OF 63.8 BPM AT 6518 PSI. ISDP 5063. FG .93. PERFS OPEN 33/45. CONT FR PAD. 63.7 BPM AT 6437 PSI. STAGE TO 1# 100 MESH. 63.6 BPM AT 6347 PSI. ON PERFS 68.1 BPM AT 6150 PSI. STAGE TO 2# 20/40 SLC. 69.8 BPM AT 6160 PSI. ON PERFS 69.9 BPM AT 5728 PSI. RAMP 2#-4# 20/40 SLC. 69.9 BPM AT 5699 PSI. ON PERFS 69.6 BPM AT 5555 PSI FLUSH 68.0 BPM AT 7176 PSI. (SPOT 500 GAL HCL ON STG 4 PERFS IN FLUSH) WSI WITH 5116 PSI. ISDP 5166, FG .94, MR 70.0 BPM, MP 6456 PSI, AR 68.5 BPM, AP 5876 PSI, PMP 17,000 LBS 100 MESH AND 160,400 LBS 20/40 SLC (166,600 LBS PROP) SLK WTR 59,241 GAL, 22# HYBOR G (18) 75,237 GAL TOTAL FLUID 138,378 GAL, BWTR 3295 BBLS.
15:26	1.59	17:01	PFRT	Perforating	PERF STG #4- PU HES 4-1/2" CFP AND GUNS FOR STAGE 4 INTO LUB AND EQUALIZE 4100 PSI. OPEN WELL AND RIH. CORRELATE TO LT AT 8842'. RUN DOWN AND SET CFP AT 10,035' WITH 4100 PSI. PULL UP AND PERF WASATCH, CR-2 AND CR-3 FORM 9712'-10,018' WITH 45 HOLES IN 15' NET. POOH AND VERIFY ALL GUNS SHOT. TURN WELL OVER TO HES WITH 4100 PSI.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
17:01	1.33	18:21	FRAC	Frac. Job	FRAC STG #4- WASATCH, CR-2 AND CR-3 FORM 9712'-10,018'. PRESSURE TEST LINES TO 8700 PSI. OPEN WELL W/ 4641 PSI AT 17:01 BREAK DOWN 4778 PSI AT 9.7 BPM. PMP 3400 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 10.6 BPM AT 4776 PSI. FLUSH W/ 14,745 GAL. 35.0 BPM AT 5400 PSI. ATTEMPT BALL OUT. SHUT DOWN PMP. SURGE 3X. WAIT 10 MIN FOR BALLS TO FALL. STAGE FR PAD. STABLE RATE OF 55.2 BPM AT 6888 PSI. ISDP 4721. FG .92. PERFS OPEN 21/45. CONT FR PAD. 54.4 BPM AT 6710 PSI. STAGE TO 1# 100 MESH. 58.1 BPM AT 6707 PSI. ON PERFS 71.2 BPM AT 5914 PSI. STAGE TO 2# 20/40 SLC. 61.3 BPM AT 6181 PSI. ON PERFS 71.5 BPM AT 5792 PSI. RAMP 2# - 4# 20/40 SLC. 71.6 BPM AT 5689 PSI. ON PERFS 69.6 BPM AT 5555 PSI FLUSH 68.0 BPM AT 7176 PSI. WSI WITH 4800 PSI. ISDP 4757, FG .92, MR 72.1 BPM, MP 6727 PSI, AR 65.0 BPM, AP 6035 PSI, PMP 17,800 LBS 100 MESH AND 148.800 LBS 20/40 SLC (166,600 LBS PROP) SLK WTR 59,241 GAL, 22# HYBOR G (18) 75,237 GAL TOTAL FLUID 130,356 GAL, BWTR 3100 BBLS.
18:21	2.14	20:30	SRIG	Rig Up/Down	RDMO HES AND SLB.
20:30	4.00	00:30	FBCK	Flowback Well	WELL SHUT IN 2 HRS. SICP 4525 PSI. OPEN ON 14/64" CHOKE TO FB TANKS. FLOW BACK 375 BBLS. TURN TO FBC AND PRODUCTION. 4475 PSI ON 14/64" CHOKE.
00:30	5.50	06:00	FBCK	Flowback Well	WELL TURNED TO PRODUCTION.

API Well Number: 43013504070000

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MININGAMENDED REPORT ☐ FORM 8
(highlight changes)5. LEASE DESIGNATION AND SERIAL NUMBER:
Fee

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT or CA AGREEMENT NAME

8. WELL NAME and NUMBER:
Killian 34-129. API NUMBER:
430135040710 FIELD AND POOL, OR WILDCAT
Wildcat11. QTR/QTR, SECTION, TOWNSHIP, RANGE,
MERIDIAN:
NWSW 34 2S 2W U12. COUNTY
Duchesne13. STATE
UTAH1a. TYPE OF WELL: OIL WELL ☒ GAS WELL ☐ DRY ☐ OTHERb. TYPE OF WORK: NEW WELL ☒ HORIZ. LATS. ☐ DEEP-EN ☐ RE-ENTRY ☐ DIFF. RESVR. ☐ OTHER2. NAME OF OPERATOR:
Bill Barrett Corporation3. ADDRESS OF OPERATOR:
1099 18th St Ste 2300 CITY Denver STATE CO ZIP 80202PHONE NUMBER:
(303) 293-9100

4. LOCATION OF WELL (FOOTAGES)

AT SURFACE: 2279 FSL 711 FWL

AT TOP PRODUCING INTERVAL REPORTED BELOW: 2281 FSL 683 FWL

AT TOTAL DEPTH: 2276 FSL 710 FWL

14. DATE SPUDDED:
9/18/201315. DATE T.D. REACHED:
10/15/201316. DATE COMPLETED:
11/15/2013ABANDONED ☐READY TO PRODUCE ☒17. ELEVATIONS (DF, RKB, RT, GL):
5292 GL18. TOTAL DEPTH: MD 11,401
TVD 11,40019. PLUG BACK T.D.: MD 11,276
TVD 11,275

20. IF MULTIPLE COMPLETIONS, HOW MANY? *

21. DEPTH BRIDGE MD
PLUG SET: TVD

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)

CCL/CBL/Triple Combo/ Dipole, MUD

23.

WAS WELL CORED?

NO ☒YES ☐

(Submit analysis)

WAS DST RUN?

NO ☒YES ☐

(Submit report)

DIRECTIONAL SURVEY?

NO ☐YES ☒

(Submit copy)

24. CASING AND LINER RECORD (Report all strings set in well)

HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
26	16 Con	65#	0	80	80			0	
12 1/4	9 5/8 J-55	36#	0	2,005	1,995	Lead 1,035	223	0	
8 3/4	7 P110	26#	0	9,065	9,054	Tuned 745	243	4996	
6 1/8	4 1/2 P-110	13.50#		11,401	11,362	ECON 275 Lead 260	71 71		

25. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
2 7/8	8,775							

26. PRODUCING INTERVALS

FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)
(A) Wasatch	9,712	10,975		
(B)				
(C)				
(D)				

27. PERFORATION RECORD

INTERVAL (Top/Bot - MD)		SIZE	NO. HOLES	PERFORATION STATUS	
9,712	10,975	.38	180	Open <input checked="" type="checkbox"/>	Squeezed <input type="checkbox"/>
				Open <input type="checkbox"/>	Squeezed <input type="checkbox"/>
				Open <input type="checkbox"/>	Squeezed <input type="checkbox"/>
				Open <input type="checkbox"/>	Squeezed <input type="checkbox"/>

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
9712-10975	Wasatch: See attached Stage 1-4

29. ENCLOSED ATTACHMENTS:

☒ ELECTRICAL/MECHANICAL LOGS ☐ GEOLOGIC REPORT ☐ DST REPORT ☒ DIRECTIONAL SURVEY
☐ SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION ☐ CORE ANALYSIS ☐ OTHER: _____

30. WELL STATUS:

POW

31. INITIAL PRODUCTION

INTERVAL A (As shown in item #26)

DATE FIRST PRODUCED: 11/15/2013		TEST DATE: 11/18/2013		HOURS TESTED: 24		TEST PRODUCTION RATES: →	OIL – BBL: 994	GAS – MCF: 818	WATER – BBL: 502	PROD. METHOD: Flowing
CHOKE SIZE: 14/64	TBG. PRESS. 0	CSG. PRESS. 3,500	API GRAVITY 52.00	BTU – GAS 1	GAS/OIL RATIO 823	24 HR PRODUCTION RATES: →	OIL – BBL: 994	GAS – MCF: 818	WATER – BBL: 502	INTERVAL STATUS:

INTERVAL B (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL C (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL D (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)

Flaring

33. SUMMARY OF POROUS ZONES (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

34. FORMATION (Log) MARKERS:

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
				Green River	4,530
				Mahogany	6,229
				TGR3	7,517
				Douglas Creek	7,705
				Black Shale Facies	8,989
				Castle Peak	9,142
				Uteland Butte	9,434
				Wasatch	9,705
				TD	11,401

35. ADDITIONAL REMARKS (Include plugging procedure)

TOC calculated by CBL. Conductor cemented with grout. First oil sales 11/17/2013.

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records.

NAME (PLEASE PRINT) Christina HirtlerTITLE Permit Analyst

SIGNATURE _____

DATE 12/2/2013

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation
- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

** ITEM 24: Cement Top – Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801

Phone: 801-538-5340

Fax: 801-359-3940

Killian 34-12 Report Continued*

44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)				
AMOUNT AND TYPE OF MATERIAL				
<u>Stage</u>	<u>bbls Slurry</u>	<u>lbs Common White 100 Mesh Sand</u>	<u>lbs 20/40 SLC</u>	<u>gal 15% HCl Acid</u>
1	3107	14800	140500	3900
2	3175	16000	150600	3400
3	3295	17000	160400	3400
4	3113	17800	148880	3400

*Depth intervals for frac information same as perforation record intervals.



Payzone Directional

End of Well Report



API Well Number: 43013504070000

Company:	Bill Barrett Corporation	Local Co-ordinate Reference:	Well KILLIAN 34-12
Project:	Duchesne County, UT	TVD Reference:	Killian 34-12 @ 5306.0ft (KB ELEV)
Site:	SECTION 34 T2S, R2W	MD Reference:	Killian 34-12 @ 5306.0ft (KB ELEV)
Well:	KILLIAN 34-12	North Reference:	True
Wellbore:	Wellbore #1	Survey Calculation Method:	Minimum Curvature
Design:	Actual	Database:	EDM 2003.21 Single User Db

Project	Duchesne County, UT		
Map System:	US State Plane 1983	System Datum:	Mean Sea Level
Geo Datum:	North American Datum 1983		
Map Zone:	Utah Southern Zone		

Site	SECTION 34 T2S, R2W		
Site Position:		Northing:	3,400,359.94 m
From:	Lat/Long	Easting:	618,953.19 m
Position Uncertainty:	0.0 ft	Slot Radius:	in
		Latitude:	40° 15' 52.770 N
		Longitude:	110° 6' 10.050 W
		Grid Convergence:	0.86 °

Well		KILLIAN 34-12, SHL LAT: 40 15 52.77 LONG: -110 06 10.05				
Well Position	+N/-S	0.0 ft	Northing:	3,400,359.93 m	Latitude:	40° 15' 52.770 N
	+E/-W	0.0 ft	Easting:	618,953.19 m	Longitude:	110° 6' 10.050 W
Position Uncertainty		0.0 ft	Wellhead Elevation:	5,306.0 ft	Ground Level:	5,291.0 ft

Wellbore	Wellbore #1				
Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	IGRF2010	9/20/2013	11.07	65.91	52,162

Design	Actual				
Audit Notes:					
Version:	1.0	Phase:	ACTUAL	Tie On Depth:	0.0
Vertical Section:	Depth From (TVD) (ft)	+N/-S (ft)	+E/-W (ft)	Direction (°)	
	0.0	0.0	0.0	192.89	

Survey Program	Date	10/21/2013			
From (ft)	To (ft)	Survey (Wellbore)	Tool Name	Description	
328.0	11,385.0	Survey #1 (Wellbore #1)			



Payzone Directional
End of Well Report



API Well Number: 43013504070000

Company:	Bill Barrett Corporation	Local Co-ordinate Reference:	Well KILLIAN 34-12
Project:	Duchesne County, UT	TVD Reference:	Killian 34-12 @ 5306.0ft (KB ELEV)
Site:	SECTION 34 T2S, R2W	MD Reference:	Killian 34-12 @ 5306.0ft (KB ELEV)
Well:	KILLIAN 34-12	North Reference:	True
Wellbore:	Wellbore #1	Survey Calculation Method:	Minimum Curvature
Design:	Actual	Database:	EDM 2003.21 Single User Db

Survey										
MD (ft)	Inc (°)	Azi (azimuth) (°)	TVD (ft)	V. Sec (ft)	N/S (ft)	E/W (ft)	DLeg (°/100ft)	Build (°/100ft)	Turn (°/100ft)	
0.0	0.00	0.00	0.0	0.0	0.0	0.0	0.00	0.00	0.00	
328.0	0.31	286.26	328.0	-0.1	0.2	-0.9	0.09	0.09	0.00	
419.0	0.31	249.65	419.0	0.1	0.2	-1.3	0.21	0.00	-40.23	
511.0	0.35	225.26	511.0	0.4	-0.1	-1.8	0.16	0.04	-26.51	
602.0	0.57	223.46	602.0	1.1	-0.6	-2.3	0.24	0.24	-1.98	
698.0	0.50	235.00	698.0	1.8	-1.2	-2.9	0.13	-0.07	12.02	
795.0	0.22	282.12	795.0	2.1	-1.4	-3.5	0.40	-0.29	48.58	
891.0	0.50	301.20	891.0	2.0	-1.1	-4.0	0.31	0.29	19.87	
987.0	0.53	268.40	987.0	2.0	-0.9	-4.8	0.30	0.03	-34.17	
1,084.0	0.70	249.00	1,084.0	2.4	-1.1	-5.8	0.27	0.18	-20.00	
1,180.0	0.75	267.36	1,180.0	2.9	-1.4	-7.0	0.25	0.05	19.12	
1,276.0	0.40	239.80	1,276.0	3.3	-1.6	-7.9	0.45	-0.36	-28.71	
1,372.0	0.57	214.62	1,372.0	4.0	-2.1	-8.5	0.28	0.18	-26.23	
1,469.0	0.80	220.20	1,469.0	5.0	-3.0	-9.2	0.25	0.24	5.75	
1,564.0	0.98	220.16	1,563.9	6.3	-4.2	-10.1	0.19	0.19	-0.04	
1,661.0	0.88	221.64	1,660.9	7.7	-5.4	-11.1	0.11	-0.10	1.53	
1,757.0	0.70	221.20	1,756.9	8.9	-6.4	-12.0	0.19	-0.19	-0.46	
1,853.0	0.79	263.18	1,852.9	9.6	-6.9	-13.1	0.56	0.09	43.73	
1,920.0	0.90	231.30	1,919.9	10.2	-7.3	-13.9	0.71	0.16	-47.58	
2,050.0	1.10	217.79	2,049.9	12.1	-8.9	-15.5	0.24	0.15	-10.39	
2,147.0	0.80	282.26	2,146.9	13.0	-9.5	-16.7	1.08	-0.31	66.46	
2,242.0	1.02	330.25	2,241.9	12.4	-8.6	-17.8	0.81	0.23	50.52	
2,338.0	0.71	312.58	2,337.9	11.4	-7.5	-18.7	0.42	-0.32	-18.41	
2,435.0	0.80	309.89	2,434.8	10.8	-6.6	-19.6	0.10	0.09	-2.77	
2,529.0	0.49	302.58	2,528.8	10.4	-6.0	-20.5	0.34	-0.33	-7.78	
2,625.0	0.71	308.35	2,624.8	10.0	-5.4	-21.3	0.24	0.23	6.01	
2,721.0	0.49	74.48	2,720.8	9.5	-4.9	-21.3	1.12	-0.23	131.39	



Payzone Directional
End of Well Report



API Well Number: 43013504070000

Company:	Bill Barrett Corporation	Local Co-ordinate Reference:	Well KILLIAN 34-12
Project:	Duchesne County, UT	TVD Reference:	Killian 34-12 @ 5306.0ft (KB ELEV)
Site:	SECTION 34 T2S, R2W	MD Reference:	Killian 34-12 @ 5306.0ft (KB ELEV)
Well:	KILLIAN 34-12	North Reference:	True
Wellbore:	Wellbore #1	Survey Calculation Method:	Minimum Curvature
Design:	Actual	Database:	EDM 2003.21 Single User Db

Survey										
MD (ft)	Inc (°)	Azi (azimuth) (°)	TVD (ft)	V. Sec (ft)	N/S (ft)	E/W (ft)	DLeg (°/100ft)	Build (°/100ft)	Turn (°/100ft)	
2,816.0	0.22	32.09	2,815.8	9.2	-4.6	-20.9	0.38	-0.28	-44.62	
2,912.0	0.22	154.69	2,911.8	9.2	-4.7	-20.7	0.40	0.00	127.71	
3,009.0	0.09	137.85	3,008.8	9.3	-4.9	-20.6	0.14	-0.13	-17.36	
3,105.0	0.22	222.68	3,104.8	9.5	-5.1	-20.6	0.24	0.14	88.36	
3,202.0	0.49	210.25	3,201.8	10.1	-5.6	-21.0	0.29	0.28	-12.81	
3,298.0	0.49	340.56	3,297.8	10.1	-5.5	-21.3	0.93	0.00	135.74	
3,393.0	0.62	358.67	3,392.8	9.3	-4.6	-21.5	0.23	0.14	19.06	
3,490.0	0.40	1.89	3,489.8	8.5	-3.8	-21.5	0.23	-0.23	3.32	
3,585.0	0.31	341.49	3,584.8	7.9	-3.2	-21.5	0.16	-0.09	-21.47	
3,682.0	0.40	326.15	3,681.8	7.5	-2.7	-21.8	0.13	0.09	-15.81	
3,778.0	0.49	282.48	3,777.8	7.2	-2.3	-22.4	0.36	0.09	-45.49	
3,874.0	0.71	299.27	3,873.8	7.1	-1.9	-23.3	0.29	0.23	17.49	
3,970.0	0.62	358.59	3,969.8	6.4	-1.1	-23.8	0.69	-0.09	61.79	
4,066.0	0.49	314.47	4,065.8	5.7	-0.3	-24.1	0.45	-0.14	-45.96	
4,162.0	0.80	310.29	4,161.8	5.2	0.4	-24.9	0.33	0.32	-4.35	
4,258.0	0.88	343.38	4,257.8	4.2	1.6	-25.7	0.50	0.08	34.47	
4,354.0	0.88	322.58	4,353.8	3.1	2.8	-26.3	0.33	0.00	-21.67	
4,451.0	0.71	270.76	4,450.8	2.7	3.4	-27.4	0.73	-0.18	-53.42	
4,547.0	0.62	241.76	4,546.8	3.2	3.2	-28.4	0.36	-0.09	-30.21	
4,643.0	0.88	249.08	4,642.7	4.0	2.7	-29.6	0.29	0.27	7.62	
4,740.0	1.10	313.37	4,739.7	3.9	3.1	-31.0	1.10	0.23	66.28	
4,836.0	0.80	302.18	4,835.7	3.2	4.1	-32.2	0.37	-0.31	-11.66	
4,932.0	0.88	276.97	4,931.7	3.1	4.5	-33.5	0.39	0.08	-26.26	
5,029.0	1.02	261.77	5,028.7	3.5	4.5	-35.1	0.30	0.14	-15.67	
5,125.0	0.40	225.99	5,124.7	4.0	4.1	-36.2	0.76	-0.65	-37.27	
5,221.0	0.49	229.56	5,220.7	4.7	3.6	-36.7	0.10	0.09	3.72	
5,318.0	0.31	53.77	5,317.7	4.8	3.5	-36.8	0.82	-0.19	-181.23	



Payzone Directional
End of Well Report



API Well Number: 43013504070000

Company:	Bill Barrett Corporation	Local Co-ordinate Reference:	Well KILLIAN 34-12
Project:	Duchesne County, UT	TVD Reference:	Killian 34-12 @ 5306.0ft (KB ELEV)
Site:	SECTION 34 T2S, R2W	MD Reference:	Killian 34-12 @ 5306.0ft (KB ELEV)
Well:	KILLIAN 34-12	North Reference:	True
Wellbore:	Wellbore #1	Survey Calculation Method:	Minimum Curvature
Design:	Actual	Database:	EDM 2003.21 Single User Db

Survey										
MD (ft)	Inc (°)	Azi (azimuth) (°)	TVD (ft)	V. Sec (ft)	N/S (ft)	E/W (ft)	DLeg (°/100ft)	Build (°/100ft)	Turn (°/100ft)	
5,414.0	0.88	235.37	5,413.7	5.1	3.2	-37.2	1.24	0.59	-185.83	
5,510.0	0.80	192.58	5,509.7	6.4	2.2	-38.0	0.64	-0.08	-44.57	
5,606.0	0.22	292.66	5,605.7	7.0	1.6	-38.3	0.90	-0.60	104.25	
5,701.0	0.22	12.96	5,700.7	6.8	1.8	-38.4	0.30	0.00	84.53	
5,797.0	0.22	222.96	5,796.7	6.8	1.9	-38.5	0.44	0.00	-156.25	
5,893.0	0.31	241.19	5,892.7	7.1	1.6	-38.9	0.13	0.09	18.99	
5,989.0	0.62	247.89	5,988.7	7.6	1.3	-39.6	0.33	0.32	6.98	
6,086.0	0.31	115.55	6,085.7	7.9	1.0	-39.8	0.89	-0.32	-136.43	
6,181.0	0.40	197.25	6,180.7	8.3	0.6	-39.7	0.49	0.09	86.00	
6,277.0	0.31	80.56	6,276.7	8.5	0.3	-39.5	0.63	-0.09	-121.55	
6,373.0	0.71	127.19	6,372.7	8.7	0.0	-38.8	0.57	0.42	48.57	
6,470.0	0.88	50.16	6,469.7	8.3	0.1	-37.7	1.03	0.18	-79.41	
6,566.0	0.40	49.98	6,565.6	7.5	0.8	-36.9	0.50	-0.50	-0.19	
6,662.0	1.10	21.78	6,661.6	6.3	1.8	-36.3	0.80	0.73	-29.37	
6,758.0	0.70	30.15	6,757.6	4.8	3.2	-35.7	0.44	-0.42	8.72	
6,854.0	0.22	256.26	6,853.6	4.4	3.7	-35.6	0.90	-0.50	-139.47	
6,950.0	0.49	6.39	6,949.6	4.0	4.0	-35.7	0.63	0.28	114.72	
7,046.0	0.22	301.08	7,045.6	3.6	4.5	-35.8	0.46	-0.28	-68.03	
7,142.0	0.40	337.87	7,141.6	3.2	4.9	-36.1	0.27	0.19	38.32	
7,238.0	0.49	274.15	7,237.6	3.0	5.3	-36.6	0.50	0.09	-66.37	
7,335.0	0.22	109.00	7,334.6	3.1	5.2	-36.9	0.73	-0.28	-170.26	
7,431.0	0.31	70.87	7,430.6	3.0	5.3	-36.5	0.20	0.09	-39.72	
7,506.6	0.69	53.53	7,506.3	2.5	5.6	-35.9	0.53	0.50	-22.92	
34-12 TGR 3										
7,528.0	0.80	51.66	7,527.6	2.3	5.8	-35.7	0.53	0.52	-8.75	
7,622.0	0.40	85.85	7,621.6	1.7	6.2	-34.8	0.55	-0.43	36.37	
7,719.0	0.40	110.80	7,718.6	1.7	6.1	-34.2	0.18	0.00	25.72	

RECEIVED: Dec. 12, 2013



Payzone Directional
End of Well Report



API Well Number: 43013504070000

Company:	Bill Barrett Corporation	Local Co-ordinate Reference:	Well KILLIAN 34-12
Project:	Duchesne County, UT	TVD Reference:	Killian 34-12 @ 5306.0ft (KB ELEV)
Site:	SECTION 34 T2S, R2W	MD Reference:	Killian 34-12 @ 5306.0ft (KB ELEV)
Well:	KILLIAN 34-12	North Reference:	True
Wellbore:	Wellbore #1	Survey Calculation Method:	Minimum Curvature
Design:	Actual	Database:	EDM 2003.21 Single User Db

Survey										
MD (ft)	Inc (°)	Azi (azimuth) (°)	TVD (ft)	V. Sec (ft)	N/S (ft)	E/W (ft)	DLeg (°/100ft)	Build (°/100ft)	Turn (°/100ft)	
7,815.0	0.40	58.09	7,814.6	1.5	6.2	-33.6	0.37	0.00	-54.91	
7,911.0	0.60	358.90	7,910.6	0.7	6.9	-33.3	0.55	0.21	-61.66	
8,008.0	0.49	300.50	8,007.6	0.1	7.6	-33.7	0.56	-0.11	-60.21	
8,200.0	0.80	259.65	8,199.6	0.4	7.7	-35.7	0.28	0.16	-21.28	
8,297.0	0.62	275.17	8,296.6	0.7	7.7	-36.9	0.27	-0.19	16.00	
8,391.0	0.40	292.88	8,390.6	0.8	7.8	-37.7	0.29	-0.23	18.84	
8,487.0	0.62	34.16	8,486.6	0.2	8.4	-37.7	0.83	0.23	105.50	
8,584.0	0.71	108.68	8,583.6	-0.2	8.6	-36.8	0.83	0.09	76.82	
8,680.0	0.88	99.16	8,679.6	-0.2	8.3	-35.6	0.22	0.18	-9.92	
8,777.0	1.10	68.88	8,776.5	-0.8	8.6	-34.0	0.58	0.23	-31.22	
8,873.0	1.28	9.38	8,872.5	-2.4	9.9	-32.9	1.24	0.19	-61.98	
8,969.0	1.41	18.47	8,968.5	-4.6	12.1	-32.4	0.26	0.14	9.47	
9,002.0	1.10	4.58	9,001.5	-5.3	12.8	-32.2	1.31	-0.94	-42.09	
9,117.0	0.71	266.18	9,116.5	-6.2	13.9	-32.8	1.21	-0.34	-85.57	
9,212.0	1.19	161.08	9,211.5	-5.2	12.9	-33.1	1.62	0.51	-110.63	
9,307.0	1.41	177.25	9,306.4	-3.2	10.8	-32.7	0.45	0.23	17.02	
9,402.0	2.12	162.75	9,401.4	-0.6	8.0	-32.2	0.88	0.75	-15.26	
9,497.0	1.28	131.46	9,496.4	1.4	5.6	-30.8	1.29	-0.88	-32.94	
9,592.0	1.41	161.87	9,591.3	2.9	3.8	-29.7	0.75	0.14	32.01	
9,687.0	1.59	130.76	9,686.3	4.6	1.8	-28.3	0.87	0.19	-32.75	
9,783.0	1.41	129.26	9,782.3	5.7	0.2	-26.4	0.19	-0.19	-1.56	
9,878.0	0.80	137.19	9,877.3	6.6	-1.1	-25.0	0.66	-0.64	8.35	
9,973.0	0.80	74.17	9,972.2	6.7	-1.4	-23.9	0.88	0.00	-66.34	
10,068.0	1.19	51.26	10,067.2	5.6	-0.6	-22.5	0.58	0.41	-24.12	
10,163.0	1.10	48.66	10,162.2	4.1	0.7	-21.1	0.11	-0.09	-2.74	
10,258.0	1.81	41.78	10,257.2	2.0	2.4	-19.4	0.77	0.75	-7.24	
10,353.0	1.28	59.85	10,352.1	0.0	4.0	-17.5	0.75	-0.56	19.02	



Payzone Directional
End of Well Report



API Well Number: 43013504070000

Company: Bill Barrett Corporation
Project: Duchesne County, UT
Site: SECTION 34 T2S, R2W
Well: KILLIAN 34-12
Wellbore: Wellbore #1
Design: Actual

Local Co-ordinate Reference: Well KILLIAN 34-12
TVD Reference: Killian 34-12 @ 5306.0ft (KB ELEV)
MD Reference: Killian 34-12 @ 5306.0ft (KB ELEV)
North Reference: True
Survey Calculation Method: Minimum Curvature
Database: EDM 2003.21 Single User Db

Survey

MD (ft)	Inc (°)	Azi (azimuth) (°)	TVD (ft)	V. Sec (ft)	N/S (ft)	E/W (ft)	DLeg (°/100ft)	Build (°/100ft)	Turn (°/100ft)
10,448.0	1.28	72.06	10,447.1	-1.3	4.9	-15.6	0.29	0.00	12.85
10,543.0	0.88	85.28	10,542.1	-2.1	5.3	-13.8	0.49	-0.42	13.92
10,638.0	1.02	103.48	10,637.1	-2.3	5.1	-12.3	0.35	0.15	19.16
10,734.0	0.88	100.35	10,733.1	-2.3	4.8	-10.7	0.16	-0.15	-3.26
10,829.0	1.10	106.39	10,828.1	-2.3	4.4	-9.1	0.26	0.23	6.36
10,924.0	0.88	127.50	10,923.1	-1.9	3.7	-7.7	0.44	-0.23	22.22
11,051.0	1.19	101.89	11,050.0	-1.5	2.9	-5.6	0.43	0.24	-20.17
11,114.0	1.28	137.68	11,113.0	-1.1	2.2	-4.5	1.21	0.14	56.81
11,209.0	1.19	140.28	11,208.0	0.1	0.7	-3.1	0.11	-0.09	2.74
11,333.0	1.41	141.47	11,332.0	1.8	-1.5	-1.4	0.18	0.18	0.96
11,385.0	1.41	141.47	11,383.9	2.6	-2.5	-0.6	0.00	0.00	0.00

Checked By: _____ Approved By: _____ Date: _____



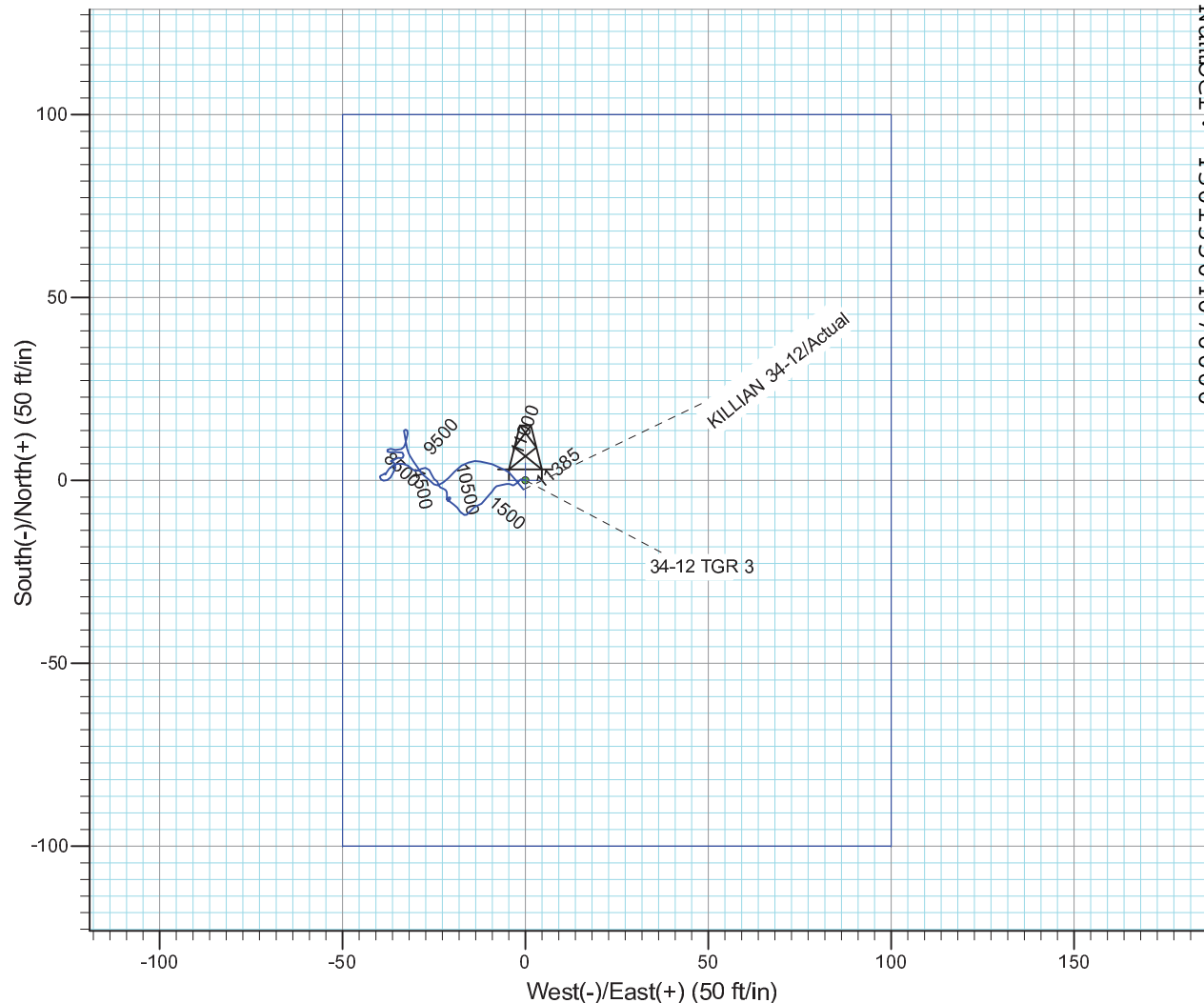
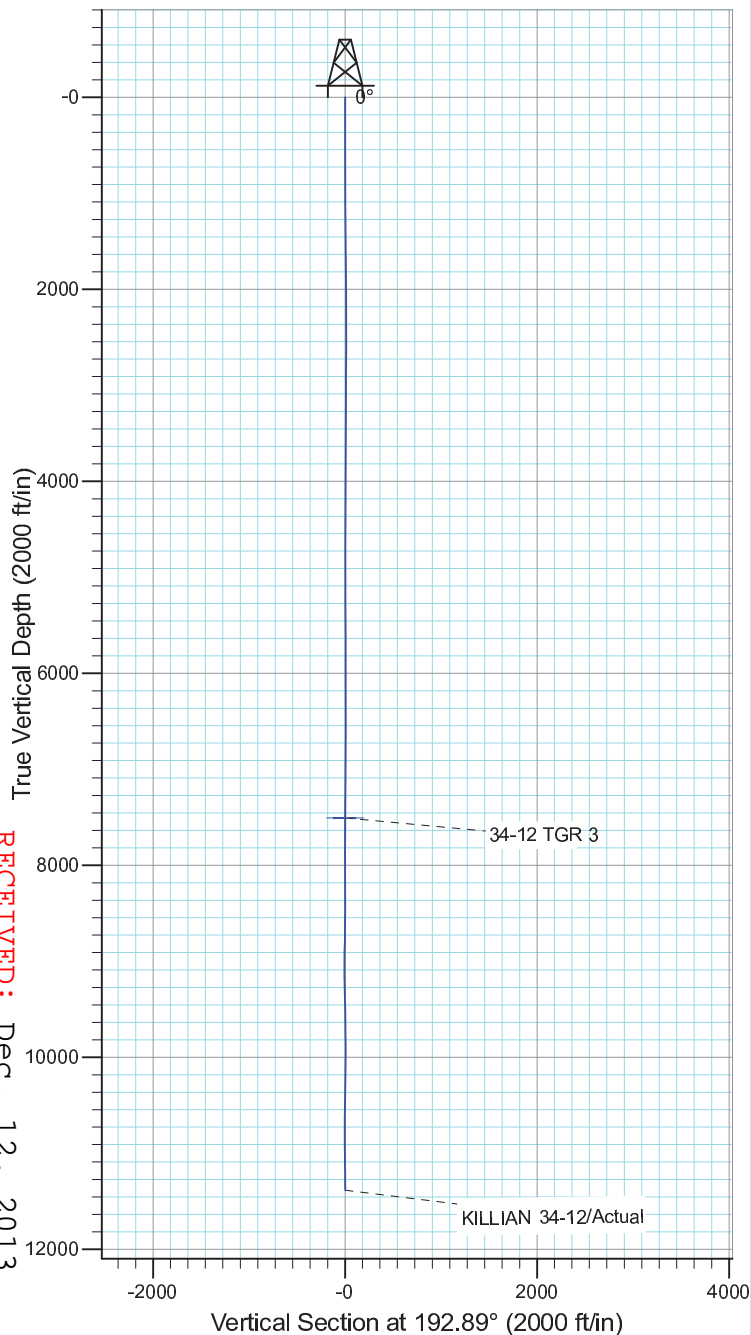
Project: Duchesne County, UT
Site: SECTION 34 T2S, R2W
Well: KILLIAN 34-12
Wellbore: Wellbore #1
Design: Actual



Azimuths to True North
Magnetic North: 11.07°

Magnetic Field
Strength: 52161.7srT
Dip Angle: 65.94°
Date: 9/20/2013
Model: IGRF2011

Number: 43013504070000



Design: Actual (KILLIAN 34-12/Wellbore #1)

Created By: Sarah Webb

Date: 15:27, October 21 2013

THIS SURVEY IS CORRECT TO THE BEST OF
MY KNOWLEDGE AND IS SUPPORTED
BY ACTUAL FIELD DATA

RECEIVED: Dec. 12, 2013

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well		8. WELL NAME and NUMBER: KILLIAN 34-12
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013504070000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		9. FIELD and POOL or WILDCAT: WILDCAT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2279 FSL 0711 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 34 Township: 02.0S Range: 02.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input checked="" type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 12/22/2013			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

THIS WELL HAD FIRST GAS SALES ON 12/22/13.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 December 24, 2013

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 12/23/2013

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: KILLIAN 34-12
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2279 FSL 0711 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 34 Township: 02.0S Range: 02.0W Meridian: U		9. API NUMBER: 43013504070000
PHONE NUMBER: 303 312-8134 Ext		9. FIELD and POOL or WILDCAT: WILDCAT
COUNTY: DUCHESNE		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

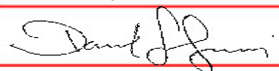
TYPE OF SUBMISSION	TYPE OF ACTION
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 1/8/2014	<div style="display: flex; flex-wrap: wrap;"> <div style="width: 33%;"><input type="checkbox"/> ACIDIZE</div> <div style="width: 33%;"><input type="checkbox"/> ALTER CASING</div> <div style="width: 33%;"><input type="checkbox"/> CASING REPAIR</div> <div style="width: 33%;"><input type="checkbox"/> CHANGE TO PREVIOUS PLANS</div> <div style="width: 33%;"><input type="checkbox"/> CHANGE TUBING</div> <div style="width: 33%;"><input type="checkbox"/> CHANGE WELL NAME</div> <div style="width: 33%;"><input type="checkbox"/> CHANGE WELL STATUS</div> <div style="width: 33%;"><input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS</div> <div style="width: 33%;"><input type="checkbox"/> CONVERT WELL TYPE</div> <div style="width: 33%;"><input type="checkbox"/> DEEPEN</div> <div style="width: 33%;"><input type="checkbox"/> FRACTURE TREAT</div> <div style="width: 33%;"><input type="checkbox"/> NEW CONSTRUCTION</div> <div style="width: 33%;"><input type="checkbox"/> OPERATOR CHANGE</div> <div style="width: 33%;"><input type="checkbox"/> PLUG AND ABANDON</div> <div style="width: 33%;"><input type="checkbox"/> PLUG BACK</div> <div style="width: 33%;"><input type="checkbox"/> PRODUCTION START OR RESUME</div> <div style="width: 33%;"><input checked="" type="checkbox"/> RECLAMATION OF WELL SITE</div> <div style="width: 33%;"><input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION</div> <div style="width: 33%;"><input type="checkbox"/> REPERFORATE CURRENT FORMATION</div> <div style="width: 33%;"><input type="checkbox"/> SIDETRACK TO REPAIR WELL</div> <div style="width: 33%;"><input type="checkbox"/> TEMPORARY ABANDON</div> <div style="width: 33%;"><input type="checkbox"/> TUBING REPAIR</div> <div style="width: 33%;"><input type="checkbox"/> VENT OR FLARE</div> <div style="width: 33%;"><input type="checkbox"/> WATER DISPOSAL</div> <div style="width: 33%;"><input type="checkbox"/> WATER SHUTOFF</div> <div style="width: 33%;"><input type="checkbox"/> SI TA STATUS EXTENSION</div> <div style="width: 33%;"><input type="checkbox"/> APD EXTENSION</div> <div style="width: 33%;"><input type="checkbox"/> WILDCAT WELL DETERMINATION</div> <div style="width: 33%;"><input type="checkbox"/> OTHER</div> </div>
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	
<input type="checkbox"/> SPUD REPORT Date of Spud:	
<input type="checkbox"/> DRILLING REPORT Report Date:	
OTHER: <input style="width: 100%;" type="text"/>	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BBC is submitting this sundry as further follow up to the status of this pit closure. Due to inclement weather conditions, BBC will continue with pit closure in the summer, when more favorable weather conditions allow. At that time, once the pit contents are stabilized/dried, BBC will then test the material and determine if surface spreading or disposal is the best option. A follow up sundry will be submitted to confirm the method chosen.

**Approved by the
Utah Division of
Oil, Gas and Mining**

Date: January 09, 2014

By: 

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 1/8/2014	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
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2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013504070000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: WILDCAT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2279 FSL 0711 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 34 Township: 02.0S Range: 02.0W Meridian: U	COUNTY: DUCHESNE	
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 2/8/2014	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input type="text"/>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BBC is requesting permission to perforate and frac the lower Green River per the procedure attached.

**Approved by the
Utah Division of
Oil, Gas and Mining**

Date: February 04, 2014

By: *Derek Duff*

NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A	DATE 2/3/2014	



Killian 34-12
RECOMPLETE PROCEDURES
Section 34-T2S-R2W
API # 43-013-50407

February 3rd, 2013

AFE #18442R

OBJECTIVE

Pull existing rods and tubing, set 4 1/2" CBP above existing perforations, and prepare wellbore for a Lower Green River recompleteness. Perforate and frac Lower Green River per the procedure below. Drill out CBP's run tubing and return well to production.

MATERIAL NEEDS:

Fresh Water: 18,000 BBL's
Sand: 900,000 pounds 20/40 White and 100,000 pounds 100 Mesh, to be supplied by Service Company

CURRENT WELL STATUS

Currently the well is producing 80 BOPD, 181 BWPD, and 32 MCF.

COMPLETION PROCEDURE

1. **Safety is the highest priority.** Hold wellsite safety meetings each morning and prior to each significant operation. Review critical parameters and objectives as well as emergency action plans.
2. Hold and document pre-activity meeting, determine location of necessary equipment and rig up of same, be sure all necessary contractors are present and agree as to the layout of location.
3. Spot necessary tanks and flowback equipment to perform the work outlined below and accommodate the materials listed above.
4. Pressure test flowback iron.
5. MIRU workover rig to pull and lay down rods and tubing.
6. Flush well with 2 % KCL 400 BBL's heated fresh water using workover rig pump.

7. RDMO workover rig and associated equipment.
8. MIRU WL unit and lubricator.
9. RIH with gage ring to 9,700'.
10. RIH with 4 1/2" CBP set at 9,667' MD.
11. ND production tree and NU frac tree.
12. Pressure test casing and CBP to 4,500 psi, hold for 15 minutes, monitor and record bleed off.
13. Perforate Stage 5 of Lower Green River as follows:

STAGE 5					4.5" CBP	9,667
GUN SYSTEM	3 1/8					
CHARGE	3104 PJO					
	9292	9293	3	120		
	9308	9309	3	120		
	9324	9325	3	120		
	9339	9340	3	120		
	9377	9378	3	120		
	9401	9402	3	120		
	9419	9420	3	120		
	9466	9467	3	120		
	9502	9503	3	120		
	9532	9533	3	120		
	9551	9552	3	120		
	9584	9585	3	120		
	9605	9606	3	120		
	9627	9628	3	120		
	9636	9637	3	120		
Total			45			

14. MIRU & spot Frac equipment.
15. Pressures test all lines to 10,000 psi.
16. Fracture stimulate interval #5 per designs.
17. PU & RIH with 4 1/2" CFP and perforating guns.
18. Set CFP @ 9,252'.
19. Perforate Stage 6 of Lower Green River as follows:



STAGE 6					#1 10 K 4.5"	9,252
GUN SYSTEM	3 1/8					
CHARGE	3104 PJO					
	8896	8897	3	120		
	8931	8932	3	120		
	8951	8952	3	120		
	8986	8987	3	120		
	9000	9001	3	120		
	9017	9018	3	120		
	9040	9041	3	120		
	9089	9090	3	120		
	9121	9122	3	120		
	9138	9139	3	120		
	9144	9145	3	120		
	9162	9163	3	120		
	9175	9176	3	120		
	9215	9216	3	120		
	9231	9232	3	120		
Total			45			

20. Fracture stimulate interval #6 per design.

21. PU & RIH with 7" CFP and perforating guns.

22. Set CFP @ 8,816'.

23. Perforate Stage 7 of Lower Green River as follows:

STAGE 7					#2 10 K 7"	8,816
GUN SYSTEM	3 1/8					
CHARGE	3104 PJO					
	8555	8556	3	120		
	8585	8586	3	120		
	8611	8612	3	120		
	8620	8621	3	120		
	8640	8641	3	120		
	8665	8666	3	120		
	8687	8688	3	120		
	8697	8698	3	120		
	8708	8709	3	120		
	8734	8735	3	120		
	8757	8758	3	120		
	8781	8782	3	120		
	8795	8796	3	120		
Total			39			

24. Fracture stimulate Lower Green River interval #7 per design.



25. PU & RIH with 7" CFP and perforating guns.

26. Set 7" CFP @ 8,540'.

27. Perforate Stage 8 of Lower Green River as follows:

STAGE 8					#3 10 K 7"	8,540
GUN SYSTEM	3 1/8					
CHARGE	3104 PJO					
	8306	8307	3	120		
	8313	8314	3	120		
	8328	8329	3	120		
	8343	8344	3	120		
	8362	8363	3	120		
	8374	8375	3	120		
	8413	8414	3	120		
	8425	8426	3	120		
	8461	8462	3	120		
	8471	8472	3	120		
	8486	8487	3	120		
	8498	8499	3	120		
	8508	8509	3	120		
	8519	8520	3	120		
Total			42			

28. Fracture stimulate Lower Green River interval #8 per design.

29. PU & RIH with 7" CFP and perforating guns.

30. Set CFP @ 8,280'.

31. Perforate Stage 9 of Lower Green River as follows:



STAGE 9					#4 10 K 7"	8,280
GUN SYSTEM	3 1/8					
CHARGE	3104 PJO					
	8055	8056	3	120		
	8065	8066	3	120		
	8075	8076	3	120		
	8092	8093	3	120		
	8105	8106	3	120		
	8119	8120	3	120		
	8143	8144	3	120		
	8166	8167	3	120		
	8186	8187	3	120		
	8196	8197	3	120		
	8204	8205	3	120		
	8212	8213	3	120		
	8242	8243	3	120		
	8259	8260	3	120		
Total			42			

32. Fracture stimulate Lower Green River interval #9 per design.

33. PU & RIH with 7" CFP and perforating guns.

34. Set 7" CFP @ 8,006'.

35. Perforate Stage 10 of Lower Green River as follows:

STAGE 10					#5 10 K 7"	8,006
GUN SYSTEM	3 1/8					
CHARGE	3104 PJO					
	7694	7695	3	120		
	7706	7707	3	120		
	7723	7724	3	120		
	7744	7745	3	120		
	7780	7781	3	120		
	7797	7798	3	120		
	7819	7820	3	120		
	7851	7852	3	120		
	7863	7864	3	120		
	7872	7873	3	120		
	7891	7892	3	120		
	7919	7920	3	120		
	7940	7941	3	120		
	7961	7962	3	120		
	7985	7986	3	120		
Total			45			



36. Fracture stimulate Lower Green River interval #10 per design.
37. RD Halliburton frac equipment, clear location of all unnecessary personnel and equipment.
38. Set 7" Kill Plug 50' above top-most perf
39. RD WL unit and lubricator
40. MIRU workover rig to drill out all plugs.
41. Put well back on production.

CASING DATA

STRING	SIZE	WEIGHT	GRADE	DEPTH
Surface	9-5/8"	36#	J-55	1,995'
Intermediate	7"	26#	P-110	9,054'
Production	4 1/2"	13.5#	P-110	8,832-11,362'

PRESSURE AND DIMENSIONAL DATA

SIZE	WEIGHT	GRADE	BURST	COLLAPSE	DRIFT
7"	26#	P-110	9,960 psi	6,210 psi	6.151"
5"	13.5#	P-110	12,410 psi	10,670 psi	3.795"

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
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1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: KILLIAN 34-12	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013504070000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: WILDCAT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2279 FSL 0711 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 34 Township: 02.0S Range: 02.0W Meridian: U	COUNTY: DUCHESNE	
		STATE: UTAH

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<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input checked="" type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION	OTHER: <input style="width: 100px;" type="text"/>
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 2/11/2014				
<input type="checkbox"/> SPUD REPORT Date of Spud:				
<input type="checkbox"/> DRILLING REPORT Report Date:				

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Attached are BBC procedures for the recomplete of the lower Green River that took place between 2/4/2014 and 2/11/2014. A revised completion report will also be submitted reporting the changes to the wellbore.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 February 12, 2014

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 2/12/2014

**Killian 34-12 2/4/2014 06:00 - 2/5/2014 06:00**

API 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status	Total Depth (ftKB) 11,385.0	Primary Job Type Recompletion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL. HSM.
07:00	1.50	08:30	RMOV	Rig Move	ROAD RIG FROM RU 20-13 TO LOCATION. FLUSH TBG W/ HOT WTR.
08:30	1.00	09:30	SRIG	Rig Up/Down	SPOT AND RUSU.
09:30	1.50	11:00	BOPI	Install BOP's	ND WH. NU 7" 5K BOP AND HYDRIL. RU FLOOR.
11:00	1.00	12:00	SRIG	Rig Up/Down	PULL AND LD HANGER. RU BAKER SPOOLERS
12:00	5.00	17:00	PULT	Pull Tubing	POOH W/ TBG AS SPOOL CABLE AND CAP STRING. LD SUB PUMP ASSY. MISSING 1 CABLE GUARD FROM PUMP.
17:00	1.00	18:00	RUTB	Run Tubing	MU WEATHERFORD ON-OFF RET HEAD AND RIH W/ 62-JTS TBG. EOT AT 1976'. ALTERNATOR WENT OUT OF RIG. SDFN.
18:00	12.00	06:00	LOCL	Lock Wellhead & Secure	CREW TRAVEL. WELL SECURE FOR NIGHT.

Killian 34-12 2/5/2014 06:00 - 2/6/2014 06:00

API 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status	Total Depth (ftKB) 11,385.0	Primary Job Type Recompletion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL. HSM
07:00	1.00	08:00	GOP	General Operations	150 PSI ON TBG AND CSG. BWD. PUMP 70 BBLS HOT WTR DOWN CSG.
08:00	2.00	10:00	RUTB	Run Tubing	CONT RIH W/ TBG AND ON-OFF RET HEAD. PU 11-JTS TO TAG PKR. SPACE OUT W/ TBG SUB.
10:00	1.00	11:00	GOP	General Operations	RU PWR SWIVEL. LAY PUMP LINES.
11:00	1.50	12:30	GOP	General Operations	PUMP DOWN TBG AS WASH AND WORK OVER ON-OFF NIPPLE. LATCH ONTO PKR. RELEASE PKR AND LET EQUALIZE.
12:30	4.00	16:30	PULT	Pull Tubing	POOH SLOW W/ TBG. LD PKR. LD DESANDER AND BHA (2-3/8"). HAD 10' FILL IN TAIL PIPE.
16:30	1.50	18:00	RUTB	Run Tubing	RIH W/ 152-JTS TBG. SDFN
18:00	12.00	06:00	LOCL	Lock Wellhead & Secure	CREW TRAVEL. WELL SECURE FOR NIGHT.

Killian 34-12 2/6/2014 06:00 - 2/7/2014 06:00

API 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status	Total Depth (ftKB) 11,385.0	Primary Job Type Recompletion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL. HOLD SAFETY MEETING.
07:00	2.00	09:00	RUTB	Run Tubing	BLEED DOWN WELL. FINISH RIH 2-7/8 TBG F/ 4838' TO 8785'. SPOT IN CATWALK & PIPE RACKS.
09:00	5.00	14:00	PULT	Pull Tubing	POOH L/D 276 JTS 2-7/8 TBG, KILL TBG AS NEEDED. HOLE FULL AFTER PUMPING 100 BBLS.
14:00	2.50	16:30	CTUW	W/L Operation	R/U CASED HOLE W/L. RIH W/ 4.5 CIBP. SET PLUG @ 9680'. POOH. RIH W/ DUMP BAILER. DUMP 2 SKS CMT ON PLUG. POOH. R/D W/L.
16:30	1.50	18:00	RUTB	Run Tubing	RIH W/ 100 JTS 2-7/8 TBG TO 3183'. SDFN.
18:00	12.00	06:00	LOCL	Lock Wellhead & Secure	WELL SECURE. CREW TRAVEL.

Killian 34-12 2/7/2014 06:00 - 2/8/2014 06:00

API 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status	Total Depth (ftKB) 11,385.0	Primary Job Type Recompletion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL. HOLD SAFETY MEETING.
07:00	1.00	08:00	GOP	General Operations	EOT @ 3183'. CIRC OIL OFF WELL W/ 170 BBLS. TOOK 40 BBLS TO FILL.
08:00	2.00	10:00	PULT	Pull Tubing	POOH L/D TBG. 100 JTS TOTAL.
10:00	2.00	12:00	IWHD	Install Wellhead	R/D FLOOR & EQUIPMENT. N/D BOP. N/U FRAC VALVE.
12:00	1.00	13:00	SRIG	Rig Up/Down	R/D RIG & EQUIPMENT.
13:00	2.00	15:00	RMOV	Rig Move	ROAD RIG TO 15-5D-35 BTR.
15:00	1.00	16:00	SRIG	Rig Up/Down	R/U RIG & EQUIPMENT. SDFN.
16:00	14.00	06:00	LOCL	Lock Wellhead & Secure	WELL SECURE. CREW TRAVEL.

Killian 34-12 2/8/2014 06:00 - 2/9/2014 06:00

API 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status	Total Depth (ftKB) 11,385.0	Primary Job Type Recompletion
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**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	PTST	Pressure Test	HSM. HOOK UP CANARY AND PRES TEST CSG TO 7900, FRAC VALVES TO 7900, FB EQUIP TO 4500 PSI. HAVE CSG VALVE LEAKING. CAMERON CHANGE OUT CSG VALVE. PRES TEST VALVE TO 7900 PSI. GOOD. HEATING FRAC LINE.

Killian 34-12 2/9/2014 06:00 - 2/10/2014 06:00

API 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status	Total Depth (ftKB) 11,385.0	Primary Job Type Recompletion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	SMTG	Safety Meeting	HOLD SAFETY MEETING W/ ALL CONTRACTORS ON DAILY OPERATION.
07:00	4.00	11:00	CTUW	W/L Operation	MIRU CASED HOLE SOLUTIONS W/L. RIH W/ 3-1/8 SWM PERF GUN'S, 120 PHASING, 3 SPF. PERF STG #5 LOWER GREEN RIVER F/ 9292' TO 9637'. 45 HOLES TOTAL. POOH. R/D W/L.
11:00	4.00	15:00	FRAC	Frac. Job	MIRU HES. SDFN.
15:00	16.00	07:00	LOCL	Lock Wellhead & Secure	WELL SECURE.

Killian 34-12 2/10/2014 06:00 - 2/11/2014 06:00

API 43-013-50407	State/Province Utah	County Duchesne	Field Name South Altamont	Well Status	Total Depth (ftKB) 11,385.0	Primary Job Type Recompletion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	SMTG	Safety Meeting	AOL AND START EQUIP. PRIME UP PUMPS AND CHEMS. HSM. RED ZONE, HIGH PRESSURE, PERF GUNS, SMOKING. QC FLUIDS.
07:00	3.25	10:15	FRAC	Frac. Job	<p>FRAC STG 5 PRESSURE TEST LINES TO 9200 PSI. OPEN WELL W/ 149 PSI AT 07:03 BREAK DOWN 6725 PSI AT 7 BPM. PMP 3900 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 9.8 BPM AT 6056 PSI. FLUSH W/ 14,491 GAL. 30.9 BPM AT 6143 PSI. ATTEMPT BALL OUT. SHUT DOWN PMP. SURGE 3X. WAIT 15 MIN FOR BALLS TO FALL. STAGE FR PAD. STABLE RATE OF 70.8 BPM AT 6144 PSI. ISDP 4848. FG .95. PERFS OPEN 30/45.</p> <p>SCREENED OFF DURING FLUSH, 2350# SLC IN WELL BORE. PRESSURE TO 7900 PSI. SHUT DOWN, FLOW WELL BACK FOR 1-1/2 HR. RECOVER 496 BBLS. SHUT IN AND OPEN TO HES. FLUSH WELL BORE.</p> <p>ISIP 5168, FG .98, MAX RATE 71.1 BPM, AVE RATE 70.7 BPM, MAX PRES 6737 PSI, AVE PRES 5763 PSI MESH 16,000 lbs 1.0 PPA 20/40 WHITE 150,700 lbs 2.0, 2.0-4.0 SLK WTR 1358 BBL 22# HYBOR G (18) 1708 BBL BTR 3039 BBLS</p> <p>SHUT IN AND TURN OVER TO CASED HOLE.</p>
10:15	2.00	12:15	PFRT	Perforating	<p>PERF STG #6- (HES BROUGHT WRONG MANDREL FOR 4-1/2" CFP, UNABLE TO RUN BALL WITH PLUG) PU HES 4-1/2" 10K CFP AND GUNS FOR STAGE 6 INTO LUBE AND EQUALIZE 4250 PSI. OPEN WELL AND RIH. CORRELATE TO LT AT 8842'. RUN DOWN AND SET CFP AT 9252' WITH 4200 PSI. PULL UP AND PERF DOUGLAS CREEK, BLACK SHALE, AND CASTLE PEAK FORM 8896'-9232' WITH 45 HOLES IN 15' NET. POOH AND VERIFY ALL GUNS SHOT. SHUT IN WITH 4050 PSI. BLEED OFF AND DROP BALL INTO FRAC VALVES.</p> <p>TURN WELL OVER TO HES.</p>

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
12:15	1.75	14:00	FRAC	Frac. Job	<p>FRAC STG 6 PRESSURE TEST LINES TO 9200 PSI. OPEN WELL W/ 4014 PSI AT 12:20. (LET BALL FALL). BREAK DOWN 5173 PSI AT 9.8 BPM. PMP 3900 GAL 15% HCL ACID W/ 90 BIO BALLS FOR DIVERSION. 9.9 BPM AT 4259 PSI. FLUSH W/ 14233 GAL. 30.0 BPM AT 4898 PSI. ATTEMPT BALL OUT. SHUT DOWN PMP. SURGE 3X. WAIT 5 MIN FOR BALLS TO FALL. STAGE FR PAD. STABLE RATE OF 53.0 BPM AT 6932 PSI. ISDP 4055. FG .89. PERFS OPEN 16/45.</p> <p>ISIP 4332, FG .92, MAX RATE 71.8 BPM, AVE RATE 67.7 BPM, MAX PRES 7210 PSI, AVE PRES 5331 PSI MESH 16,000 lbs 1.0 PPA 20/40 WHITE 150,600 lbs 2.0, 2.0-4.0 SLK WTR 1311 BBL 22# HYBOR G (18) 1708 BBL BTR 3124 BBLS</p> <p>SHUT IN AND TURN OVER TO CASED HOLE.</p>
14:00	2.00	16:00	PFRT	Perforating	<p>PERF STG #7- PU HES 7" 10K CFP AND GUNS FOR STAGE 7 INTO LUBE AND EQUALIZE 4250 PSI. OPEN WELL AND RIH. CORRELATE (NO SJ. MATCH CCL AT 5067'-5110+' AND COUNT COLLARS). RUN DOWN AND SET 7" CFP AT 8820' WITH 4200 PSI. PULL UP AND PERF DOUGLAS CREEK FORM 8555'-8796' WITH 39 HOLES IN 13' NET. POOH AND VERIFY ALL GUNS SHOT. SHUT IN WITH 4050 PSI.</p> <p>TURN WELL OVER TO HES.</p>
16:00	1.50	17:30	FRAC	Frac. Job	<p>FRAC STG 7 PRESSURE TEST LINES TO 9200 PSI. OPEN WELL W/ 3824 PSI AT 16:05. BREAK DOWN 4379 PSI AT 9.8 BPM. PMP 3400 GAL 15% HCL ACID W/ 78 BIO BALLS FOR DIVERSION. 9.9 BPM AT 3850 PSI. FLUSH W/ 13,748 GAL. 30.3 BPM AT 4102 PSI. ATTEMPT BALL OUT. SHUT DOWN PMP. SURGE 3X. WAIT 5 MIN FOR BALLS TO FALL. STAGE FR PAD. STABLE RATE OF 40.0 BPM AT 6550 PSI. ISDP 4043. FG .90. PERFS OPEN 20/45. LOST SUCTION ON FLUSH (ACID BELLY LINE NOT FLOODED, SUCKED 3 FRAC TANKS DRY) LOST COMMUNICATION WITH PUMPS AT END OF FLUSH (MAIN PWR WIRE),</p> <p>ISIP 3919, FG .89, MAX RATE 71.8 BPM, AVE RATE 71.3 BPM, MAX PRES 6749 PSI, AVE PRES 4733 PSI MESH 16,000 lbs 1.0 PPA 20/40 WHITE 150,000 lbs 2.0, 2.0-4.0 SLK WTR 1367 BBL 22# HYBOR G (18) 1774 BBL BTR 3234 BBLS</p> <p>SHUT IN AND TURN OVER TO CASED HOLE.</p>
17:30	2.00	19:30	PFRT	Perforating	<p>PERF STG #8- PU HES 7" 10K CFP AND GUNS FOR STAGE 8 INTO LUBE AND EQUALIZE 3800 PSI. OPEN WELL AND RIH. CORRELATE (NO SJ. MATCH CCL AT 5067'-5110+' AND COUNT COLLARS). RUN DOWN AND SET 7" CFP AT 8540' WITH 3600 PSI. PULL UP AND PERF DOUGLAS CREEK FORM 8306'-8520' WITH 42 HOLES IN 14' NET. POOH AND VERIFY ALL GUNS SHOT. SHUT IN WITH 3600 PSI. SHUT IN AND SECURE WELL. WINTERIZE EQUIP.</p> <p>FUEL REPORT CF WINN WELL DIESEL 10 GAL</p>
19:30	10.50	06:00	LOCL	Lock Wellhead & Secure	WELL SHUT IN AND SECURE.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MININGAMENDED REPORT ☐ FORM 8
(highlight changes)5. LEASE DESIGNATION AND SERIAL NUMBER:
Fee

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT or CA AGREEMENT NAME

8. WELL NAME and NUMBER:
Killian 34-129. API NUMBER:
430135040710. FIELD AND POOL, OR WILDCAT
Wildcat11. QTR/QTR, SECTION, TOWNSHIP, RANGE,
MERIDIAN:
NWSW 34 2S 2W U12. COUNTY
Duchesne13. STATE
UTAH17. ELEVATIONS (DF, RKB, RT, GL):
5292 GL

1a. TYPE OF WELL:

OIL WELL ☒GAS WELL ☐DRY ☐

OTHER

b. TYPE OF WORK:

NEW WELL ☐HORIZ. LATS. ☐DEEP-EN ☐RE-ENTRY ☐DIFF. RESVR. ☐

OTHER

Recomplete

2. NAME OF OPERATOR:

Bill Barrett Corporation

3. ADDRESS OF OPERATOR:

1099 18th St Ste 2300 CITY Denver

STATE CO ZIP 80202

PHONE NUMBER:

(303) 293-9100

4. LOCATION OF WELL (FOOTAGES)

AT SURFACE: 2279 FSL 711 FWL

AT TOP PRODUCING INTERVAL REPORTED BELOW: 2281 FSL 683 FWL

AT TOTAL DEPTH: 2276 FSL 710 FWL

Date on back of form shows recompletion
work finished 2/11/2014.14. DATE SPUDDED:
9/18/201315. DATE T.D. REACHED:
10/15/201316. DATE COMPLETED:
11/15/2013ABANDONED ☐READY TO PRODUCE ☒

18. TOTAL DEPTH: MD

11,401

19. PLUG BACK T.D.: MD

11,276

20. IF MULTIPLE COMPLETIONS, HOW MANY? *

21. DEPTH BRIDGE MD

TVD 11,400

TVD 11,275

PLUG SET: TVD

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)

CCL/CBL/Triple Combo/ Dipole, MUD

23.

WAS WELL CORED?

NO ☒YES ☐

(Submit analysis)

WAS DST RUN?

NO ☒YES ☐

(Submit report)

DIRECTIONAL SURVEY?

NO ☐YES ☒

(Submit copy)

24. CASING AND LINER RECORD (Report all strings set in well)

HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
26	16 Con	65#	0	80	80			0	
12 1/4	9 5/8 J-55	36#	0	2,005	1,995	Lead 1,035	223	0	
8 3/4	7 P110	26#	0	9,065	9,054	Tuned 745	243	4996	
6 1/8	4 1/2 P-110	13.50#		11,401	11,362	ECON 275	71		
						Lead 260	71		

25. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
2 7/8	8,775							

26. PRODUCING INTERVALS

FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)	INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS
(A) Green River	7,694	9,637			7,694 9,637	.38	273	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
(B) Wasatch	9,712	10,975			9,712 10,975	.38	180	Open <input type="checkbox"/> Squeezed <input type="checkbox"/>
(C)								Open <input type="checkbox"/> Squeezed <input type="checkbox"/>
(D)								Open <input type="checkbox"/> Squeezed <input type="checkbox"/>

27. PERFORATION RECORD

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
7694- 9637	Green River 5-10
9712-10975	Wasatch Stages 1-4

29. ENCLOSED ATTACHMENTS:

☒ ELECTRICAL/MECHANICAL LOGS ☐ GEOLOGIC REPORT ☐ DST REPORT ☒ DIRECTIONAL SURVEY
☐ SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION ☐ CORE ANALYSIS ☐ OTHER: _____

30. WELL STATUS:

POW

31. INITIAL PRODUCTION

INTERVAL A (As shown in item #26)

DATE FIRST PRODUCED: 11/15/2013		TEST DATE: 2/13/2014		HOURS TESTED: 24		TEST PRODUCTION RATES: →	OIL – BBL: 354	GAS – MCF: 173	WATER – BBL: 1,566	PROD. METHOD:
CHOKE SIZE: 20/64	TBG. PRESS. 0	CSG. PRESS. 900	API GRAVITY 52.00	BTU – GAS 1	GAS/OIL RATIO 489	24 HR PRODUCTION RATES: →	OIL – BBL: 354	GAS – MCF: 173	WATER – BBL: 1,566	INTERVAL STATUS:

INTERVAL B (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL C (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL D (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)

Sold

33. SUMMARY OF POROUS ZONES (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

34. FORMATION (Log) MARKERS:

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
				Green River	4,530
				Mahogany	6,229
				TGR3	7,517
				Douglas Creek	7,705
				Black Shale Facies	8,989
				Castle Peak	9,142
				Uteland Butte	9,434
				Wasatch	9,705
				TD	11,401

35. ADDITIONAL REMARKS (Include plugging procedure)

Recompleted Green River formation on 2/11/2014.

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records.

NAME (PLEASE PRINT) Christina HirtlerTITLE Permit Analyst

SIGNATURE _____

DATE 3/12/2014

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation
- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

** ITEM 24: Cement Top – Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801

Phone: 801-538-5340

Fax: 801-359-3940

Killian 34-12 Report Continued*

44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)				
AMOUNT AND TYPE OF MATERIAL				
<u><i>Stage</i></u>	<u><i>bbls Slurry</i></u>	<u><i>lbs Common White 100 Mesh Sand</i></u>	<u><i>lbs 20/40 White</i></u>	<u><i>gal 15% HCl Acid</i></u>
5	3171	16000	150700	3900
6	3124	16200	150400	3900
7	3234	16000	150000	3400
8	3097	16200	150200	3400
9	3087	16200	150700	3400
10	3030	17320	148020	3404

*Depth intervals for frac information same as perforation record intervals.



GARY R. HERBERT
Governor

SPENCER J. COX
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

June 16, 2014

Aaron Bolduc
BILL BARRETT CORP
1099 18th Street Ste 2300
Denver, CO 80202

RE: Designation of Workover or Recompletion, Form 15.

Dear Aaron Bolduc,

Enclosed is a copy of the referenced form received by the Division of Oil, Gas and Mining for the KILLIAN 34-12 well (43013504070000). Total expenses in the amount of \$ 1609560.00 were submitted for the Production Enhancement work that commenced on February 4, 2014 and was completed on February 11, 2014.

Some of the submitted expenses on the referenced form were associated with work that does not fall within the statutory definition of workover or recompletion and/or insufficient information was supplied to enable the Division to evaluate the submitted expense.

Deductions were subtracted from the total submitted expenses for the following work:

***Equipment purchases
Supervision and overhead***

Therefore, your request for designation of the expenses as qualifying workover recompletion expenses is being approved in part for the amount of \$ 914381.00.


Please contact me at (801) 538-5281 if you require further information regarding this matter. Thank you.

Sincerely,

Dustin K Doucet
Petroleum Engineer

Enclosures

cc: Utah Tax Commission w/enclosure
Operator file

STATE OF UTAH		FORM 15
DEPARTMENT OF NATURAL RESOURCES		AMENDED REPORT
DIVISION OF OIL, GAS AND MINING		Original Filing Date: 4/10/2014
DESIGNATION OF WORKOVER OR RECOMPLETION		
1. Name of Operator BILL BARRETT CORP	2. Utah Account Number 82165.0	5. Well Name and Number KILLIAN 34-12
3. Address of Operator City State Zip 1099 18th Street Ste 2300 Denver CO 80202	4. Phone Number 303 312-8134	6. API Number 4301350407
9. Location of Well Footage: 2279 FSL 0711 FWL County: DUCHESNE QQ, Sec, Twmp, Rnge: NWSW 34 020S 020W State : UTAH		7. Field Name WILDCAT 8. Field Code Number 1
COMPLETE ALL SECTIONS. ATTACH ADDITIONAL SHEETS IF NEEDED.		
10. TYPE OF WORK (Check all that apply) <input type="checkbox"/> Production enhancement <input checked="" type="checkbox"/> Recompletion <input type="checkbox"/> Convert to injection <input type="checkbox"/> Repair well	11. WORK PERIOD Date work commenced: 2/4/2014 58 Days From Date work completed: 2/11/2014 Completion	
12. THE FOLLOWING EXPENSES ARE SUBMITTED FOR DESIGNATION AS WORKOVER OR RECOMPLETION EXPENSES:		
Description Of Work a. Location preparation and cleanup b. Move-in, rig-up, and rig-down (including trucking) c. Rig charges (including fuel) d. Drill pipe or other working string e. Water and chemicals for circulating fluid (including water hauling) f. Equipment purchase g. Equipment rental h. Cementing i. Perforating j. Acidizing k. Fracture stimulation l. Logging services m. Supervision and overhead n. Other (itemize) 0 0 o. Total submitted expenses p. Total approved expenses (State use only)	Expenses 60.00 16249.00 149546.00 0.00 114072.00 375710.00 95320.00 0.00 34532.00 0.00 468713.00 15055.00 319469.00 20834.00 0.00 0.00 0.00 1609560.00	Approved By State 60.00 16249.00 149546.00 0.00 114072.00 0.00 95320.00 0.00 34532.00 0.00 468713.00 15055.00 0.00 20834.00 0.00 0.00 0.00 914381.00
Approved by the Utah Division of Oil, Gas and Mining Date: June 16, 2014 By: 		
13. LIST CONTRACTORS PROVIDING SERVICES VALUED AT MORE THAN \$3,000.		
Contractor	Location (City, State)	Services Provided
SEE ATTACHED		
14. LIST WORKING INTEREST OWNERS WHO TAKE PRODUCT IN KIND AND ARE AUTHORIZED TO SHARE IN THE TAX CREDIT.		
Name	Address	Utah Account No. Percent of Interest
N/A		
I hereby certify that this report is true and complete to the best of my knowledge.		
NAME (PLEASE PRINT) Aaron Bolduc	TITLE Senior Revenue Accountant	PHONE 303 312-8145
SIGNATURE Aaron Bolduc	DATE April 10, 2014	E-MAIL abolduc@billbarrettcorp.com

Vendor	Location	Service
HALLIBURTON ENERGY SERVICES INC	HOUSTON, TX	ICC - FRACTURING
BAKER HUGHES BUSINESS SUPPORT SERVICES	HOUSTON, TX	TCC - SUBMERSIBLE PUMPS
MATT BETTS TRUCKING INC	VERNAL, UT	ICC - CONTRACT LABOR
TU AND FRUM INC	LAPOINT, UT	ICC - WATER
STONE WELL SERVICE LLC	SAGINAW, MI	ICC - COMPLETION UNIT
D & M OILFIELD SERVICE INC	ROOSEVELT, UT	ICC - CONTRACT LABOR
WESTERN CHEMICAL LLC	ROOSEVELT, UT	ICC - FRACTURING
CASEDHOLE SOLUTIONS INC	WEATHERFORD, OK	ICC - PERFORATING
KTI SERVICES INC	MYTON, UT	ICC - PRODUCTION TESTING
CANARY, LLC	DALLAS, TX	ICC - CONTRACT LABOR
DELSCO NORTHWEST INC	ROOSEVELT, UT	ICC - PRODUCTION TESTING
BILL BARRETT CORPORATION	DENVER, CO	ICC - RENTAL EQUIPMENT
NABORS COMPLETION & PRODUCTION SERVICES CO	DALLAS, TX	ICC - COMPLETION UNIT
WESTERN PETROLEUM INC	SANDY, UT	ICC - FUEL & POWER
SUNBELT RENTALS OIL & GAS SERVICES	ATLANTA, GA	ICC - RENTAL EQUIPMENT
BASIC ENERGY SERVICES LP	DALLAS, TX	ICC - RENTAL EQUIPMENT
OUTBACK RENTALS & LANDSCAPE SUPPLIES	VERNAL, UT	ICC - RENTAL EQUIPMENT
RC CONSULTING SERVICES INC	FRUITA, CO	ICC - CONSULTING ENGINEER
WALLS OILFIELD SERVICES INC	ALTAMONT, UT	ICC - PRODUCTION TESTING
CF WINN WELL SERVICES INC	ALTAMOUNT, UT	ICC - CONSULTING ENGINEER
WEATHERFORD US LP	HOUSTON, TX	TCC - PACKERS
CARDWELL DISTRIBUTING INC	SALT LAKE CITY, UT	ICC - FUEL & POWER
GS ELECTRIC INC	ALTAMONT, UT	TCC - MISCELLANEOUS EQUIPMENT
SELECT RENTALS	ROOSEVELT, UT	ICC - RENTAL EQUIPMENT
COOPER CAMERON CORP	DALLAS, TX	TCC - TUBING HEADS
CROZIER OILFIELD SERVICES INC	ROOSEVELT, UT	ICC - RENTAL EQUIPMENT
FERRELL GAS LLC	ROOSEVELT, UT	ICC - FUEL & POWER
PIONEER WIRELINE SERVICES	DALLAS, TX	ICC - CONTRACT LABOR
VICS LOAD & GO HOTSHOT	RANDLETT, UT	ICC - TRUCKING &TRANSPORTATION 1.90

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: KILLIAN 34-12
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2279 FSL 0711 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 34 Township: 02.0S Range: 02.0W Meridian: U		9. API NUMBER: 43013504070000
PHONE NUMBER: 303 312-8134 Ext		9. FIELD and POOL or WILDCAT: NORTH MYTON BENCH
COUNTY: DUCHESNE		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

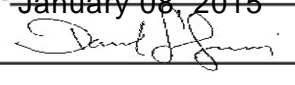
TYPE OF SUBMISSION	TYPE OF ACTION
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 4/1/2015	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> DEEPEN <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> OPERATOR CHANGE <input checked="" type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> WILDCAT WELL DETERMINATION <input type="checkbox"/> OTHER
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input type="checkbox"/> SPUD REPORT Date of Spud:	
<input type="checkbox"/> DRILLING REPORT Report Date:	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BBC is submitting this sundry as further follow up to the status of this pit closure. Due to the limited availability of specialized tanks/trucks needed to haul the mud/cuttings and with potential winter weather delays, the closure of this pit will require additional time and upon completion, BBC will submit a sundry with closure date.

**Accepted by the
Utah Division of
Oil, Gas and Mining**

Date: January 08, 2015

By: 

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 11/3/2014	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: FEE
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: KILLIAN 34-12	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013504070000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: NORTH MYTON BENCH
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2279 FSL 0711 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NWSW Section: 34 Township: 02.0S Range: 02.0W Meridian: U	COUNTY: DUCHESNE	
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input checked="" type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 11/12/2014			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

INTERIM RECLAMATION WAS COMPLETED ON 11/12/2014 AND THE PIT
WAS CLOSED ON 11/5/2014

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 January 13, 2015

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 1/8/2015	

Operator Change/Name Change Worksheet-for State use only

Effective Date: 12/1/2015

FORMER OPERATOR:	NEW OPERATOR:
BILL BARRETT CORPORATION 1099 18TH STREET DENVER CO 80202	AXIA ENERGY II, LLC 1430 LARIMER STREET, SUITE 400 DENVER CO 80202
CA Number(s): N/A	Unit(s): N/A

WELL INFORMATION:

Well Name	Sec	TWN	RNG	API	Entity	Mineral	Surface	Type	Status
See Attached List									

OPERATOR CHANGES DOCUMENTATION:

1. Sundry or legal documentation was received from the **FORMER** operator on: 12/3/2015
2. Sundry or legal documentation was received from the **NEW** operator on: 12/3/2015
3. New operator Division of Corporations Business Number: 9410352-0161

REVIEW:

1. Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: 12/3/2015
2. Receipt of Acceptance of Drilling Procedures for APD on: 12/3/2015
3. Reports current for Production/Disposition & Sundries: 12/7/2015
4. OPS/SI/TA well(s) reviewed for full cost bonding: N/A
5. UIC5 on all disposal/injection/storage well(s) approved on: N/A
6. Surface Facility(s) included in operator change: None
7. Inspections of PA state/fee well sites complete on (only upon operators request): N/A

NEW OPERATOR BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: N/A
2. Indian well(s) covered by Bond Number: N/A
3. State/fee well(s) covered by Bond Number(s): LPM9046682a

DATA ENTRY:

1. Well(s) update in the **OGIS** on: 12/8/2015
2. Entity Number(s) updated in **OGIS** on: 12/8/2015
3. Unit(s) operator number update in **OGIS** on: N/A
4. Surface Facilities update in **OGIS** on: N/A
5. State/Fee well(s) attached to bond(s) in **RBDMS** on: 12/8/2015
6. Surface Facilities update in **RBDMS** on: N/A

LEASE INTEREST OWNER NOTIFICATION:

1. The **NEW** operator of the Fee (Mineral) wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 12/7/2015

COMMENTS:

From: Bill Barrett Corporation
To: Axia Energy II, LLC
Effective: December 1, 2015

Well Name	Section	TWN	RNG	API Number	Entity	Mineral	Surface	Type	Status
SA 12-23-22 SWD	23	020S	020W	4301351841		Fee	Fee	WD	APD
SA 5-27-22	27	020S	020W	4301351856		Fee	Fee	OW	APD
SA 15-27D-21	27	020S	010W	4301351987		Fee	Fee	OW	APD
SA 16-27D-23	27	020S	030W	4301352022		Fee	Fee	OW	APD
SA 5-29D-21	29	020S	010W	4301352027		Fee	Fee	OW	APD
SA 5-32D-22	32	020S	020W	4301352119		Fee	Fee	OW	APD
SA 14-26D-22	26	020S	020W	4301352183		Fee	Fee	OW	APD
SA 7-33-22	33	020S	020W	4301352204		Fee	Fee	OW	APD
SA 16-33-23	33	020S	030W	4301352323		Fee	Fee	OW	APD
SA 13-19D-21	19	020S	010W	4301352563		Fee	Fee	OW	APD
12-23-22 South Altamont	23	020S	020W	4301353292		Fee	Fee	OW	APD
SA 1-35D-21	35	020S	010W	4304754056		Fee	Fee	OW	APD
WINDY RIDGE ST 34-7	34	020S	010W	4301333982	17005	State	Fee	OW	P
KILLIAN 34-12	34	020S	020W	4301350407	19203	Fee	Fee	OW	P
10-22-22 SOUTH ALTAMONT	22	020S	020W	4301351053	18560	Fee	Fee	OW	P
13-22-22 SOUTH ALTAMONT	22	020S	020W	4301351160	18587	Fee	Fee	OW	P
3-30-21 SOUTH ALTAMONT	30	020S	010W	4301351586	19145	Fee	Fee	OW	P
SA 16-25-23	25	020S	030W	4301352028	19175	Fee	Fee	OW	P
WINDY RIDGE-LIVSEY 25-15	25	020S	010W	4304740605	17441	Fee	Fee	OW	P
WINDY RIDGE-COOK 25-5	25	020S	010W	4304751225	18749	Fee	Fee	OW	P

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: (see attached well list)
2. NAME OF OPERATOR: Axia Energy II, LLC		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A
3. ADDRESS OF OPERATOR: 1430 Larimer Street, Suite 400 CITY Denver STATE CO ZIP 80202		7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL FOOTAGES AT SURFACE: (see attached well list)		8. WELL NAME and NUMBER: (see attached well list)
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		9. API NUMBER:
		10. FIELD AND POOL, OR WILDCAT:
		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 12/1/2015	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

AXIA ENERGY II, LLC IS SUBMITTING THIS SUNDRY AS NOTIFICATION THAT THE WELLS LISTED ON THE ATTACHED LIST HAVE BEEN SOLD TO AXIA ENERGY II, LLC BY BILL BARRETT CORPORATION EFFECTIVE 12/1/2015. PLEASE REFER ALL FUTURE CORRESPONDENCE TO THE ADDRESS BELOW.

Axia Energy II, LLC
1430 Larimer Street, Suite 400
Denver, CO 80202
720-746-5212
(STATE/FEE BOND # LPM9046682a)

BILL BARRETT CORPORATION

AXIA ENERGY II, LLC

Duane Zavadi NAME (PLEASE PRINT)
Duane Zavadi SIGNATURE
Senior Vice President -
EH&S, Government and Regulatory Affairs

Jess Penio NAME (PLEASE PRINT)
Jess Penio SIGNATURE
Vice President -
Drilling & Regulatory

NAME (PLEASE PRINT) Adam Sayers
SIGNATURE Ad S

TITLE President
DATE 11/23/15

(This space for State use only)

APPROVED

RECEIVED

DEC 03 2015

DEC 08 2015

DIV. OIL GAS & MINING

DIV. OF OIL, GAS & MINING

UDOGM CHANGE OF OPERATOR WELL LIST

API Well Number	Well Name	Status	Qtr/Qtr	Section	Township-Range)
43-013-51841	SA 12-23-22 SWD	APD	NWSW	23	2S-2W
43-013-51856	SA 5-27-22	APD	SWNW	27	2S-2W
43-013-51987	SA 15-27D-21	APD	NWSE	27	2S-1W
43-013-52022	SA 16-27D-23	APD	SESE	27	2S-3W
43-013-52027	SA 5-29D-21	APD	SESW	29	2S-1W
43-013-52119	SA 5-32D-22	APD	SWNW	32	2S-2W
43-013-52183	SA 14-26D-22	APD	SESW	26	2S-2W
43-013-52204	SA 7-33-22	APD	SWNE	33	2S-2W
43-013-52323	SA 16-33-23	APD	SESE	33	2S-3W
43-013-52563	SA 13-19D-21	APD	SWSW	19	2S-1W
43-047-54056	SA 1-35D-21	APD	NENE	35	2S-1W
43-013-53292	12-23-22 SOUTH ALTAMONT	APD	NWSW	23	2S-2W
43-013-53311	13-30-21 SA	New Permit (Not yet approved or drilled)	SWSW	30	2S-1W
43-013-53310	10-32-22 SA	New Permit (Not yet approved or drilled)	NWSE	32	2S-2W
43-047-40605	WINDY RIDGE-LIVSEY 25-15	PR	SWSE	25	2S-1W
43-013-33982	WINDY RIDGE STATE 34-7	PR	SWNE	34	2S-1W
43-013-51053	10-22-22 SOUTH ALTAMONT	PR	NWSE	22	2S-2W
43-013-51160	13-22-22 SOUTH ALTAMONT	PR	SWSW	22	2S-2W
43-047-51225	WINDY RIDGE-COOK 25-5	PR	SWNW	25	2S-1W
43-013-50407	KILLIAN 34-12	PR	NWSW	34	2S-2W
43-013-52028	SA 16-25-23	PR	SESE	25	2S-3W
43-013-51586	3-30-21 SOUTH ALTAMONT	PR	NENW	30	2S-1W

Removed

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Request to Transfer Application or Permit to Drill

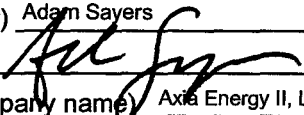
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

Well name:	(See attached list)
API number:	
Location:	Qtr-Qtr: Section: Township: Range:
Company that filed original application:	Bill Barrett Corporation
Date original permit was issued:	
Company that permit was issued to:	Bill Barrett Corporation

Check one	Desired Action:
<input checked="" type="checkbox"/>	Transfer pending (unapproved) Application for Permit to Drill to new operator
<input type="checkbox"/>	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
<input type="checkbox"/>	Transfer approved Application for Permit to Drill to new operator
<input type="checkbox"/>	The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.	Yes	No
If located on private land, has the ownership changed?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> If so, has the surface agreement been updated?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Has the approved source of water for drilling changed?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Is bonding still in place, which covers this proposed well? Bond No. <u>LPM9046682a</u>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

Name (please print) Adam Sayers
Signature 
Representing (company name) Axia Energy II, LLC

Title President
Date 12/01/2015

RECEIVED

DEC 03 2015

DIV. OF OIL, GAS & MINING

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

APPROVED PERMITS TO TRANSFER

API Well Number	Well Name	Qtr/Qtr	Section	Township-Range)
43-013-51841-00-00	SA 12-23-22 SWD	NWSW	23	2S-2W
43-013-51856-00-00	SA 5-27-22	SWNW	27	2S-2W
43-013-51987-00-00	SA 15-27D-21	NWSE	27	2S-1W
43-013-52022-00-00	SA 16-27D-23	SESE	27	2S-3W
43-013-52027-00-00	SA 5-29D-21	SESW	29	2S-1W
43-013-52119-00-00	SA 5-32D-22	SWNW	32	2S-2W
43-013-52183-00-00	SA 14-26D-22	SESW	26	2S-2W
43-013-52204-00-00	SA 7-33-22	SWNE	33	2S-2W
43-013-52323-00-00	SA 16-33-23	SESE	33	2S-3W
43-013-52563-00-00	SA 13-19D-21	SWSW	19	2S-1W
43-047-54056-00-00	SA 1-35D-21	NENE	35	2S-1W
43-013-53292-00-00	12-23-22 SOUTH ALTAMONT	NWSW	23	2S-2W